



SAHARA HOUSINGFINA CORPORATION LIMITED

BUILDING THE DREAM HOME FOR EVERY INDIAN

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CORPORATE INFORMATION

Board of Directors

Shri Om Prakash Srivastava
Shri Brijendra Sahay
Shri Seemanto Roy
Ms. Anshu Roy

Chief Executive Officer & Company Secretary

Shri D.J. Bagchi

Chief Financial Officer

Shri Vivek Kapoor

Senior Management Personnel

Shri Anup Kirtan□	Credit & Operations
Shri K.D.Bhattacharya□	System & Administration
Shri Sarvesh Kumar□	Regional Business Head – North & West
Shri S.C.Maitra□	Regional Business Head – East
Shri R.N.Singh□	Regional Business Head – South

Statutory Auditors

M/s.Chaturvedi & Company,
Chartered Accountants
60, Bentinck Street,
Kolkata – 700 069

Internal Auditors

M/s. Chaturvedi & Partners
212A, Chiranjiv Tower
43, Nehru Place
New Delhi – 110 019

Bankers

Andhra Bank
Corporation Bank.
Indian Overseas Bank
State Bank of Hyderabad
ICICI Bank

Registrars & Share Transfer Agents

Link Intime India Private Limited
59C, Chowringhee Road,
3rd Floor, Kolkata- 700 020
Ph: 033-2289-0540
Tele fax: 033- 2289-0539
E-mail: kolkata@linkintime.co.in
Contact Person: Shri S.P.Guha

Address of the Stock Exchange

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Company Stock Code – 511533
International Securities Identification Number □
(ISIN) – INE – 135C01012

Registered & Corporate Office

SAHARA HOUSINGFINA CORPORATION LIMITED
Corporate Identification Number (CIN): L18100WB1991PLC099782
Registered & Corporate Office: Sahara India Sadan, 2A Shakespeare Sarani,
Kolkata- 700071, Tel: 91 33 22829067 / 9075 / 0811, Fax: +91 33 2282 9271
Visit us at: www.saharahousingfina.com, Email: info.saharahousingfina@gmail.com

BOARD OF DIRECTORS



Shri O. P. Srivastava



Shri Brijendra Sahay



Shri Seemanto Roy



Ms. Anshu Roy

PROFILE OF DIRECTORS & KEY MANAGERIAL PERSONNEL

PROMOTER DIRECTORS

❖ SHRI OM PRAKASH SRIVASTAVA (DIN No: 00144000) □

Shri Om Prakash Srivastava, age 60 years, is one of the Promoter Directors of the Company. He holds a Master's Degree in Arts and a Bachelor's Degree in Law from Gorakhpur University. He has over 30 years of experience in retail finance and real estate. He has held several important industrial and financial positions. He has been invited as a speaker by the World Bank and International Forums in Paris and Vienna acknowledging his views on the subject of emerging markets in the developing nations. He has been awarded "Pragati Purush" by the Governor of Uttar Pradesh and has also been honoured by the National and International Forums of Kayastha Samaj. He has done extensive work through Sahara Welfare Foundation on many corporate social responsibility activities. He was also an Executive Council Member of the Uttar Pradesh Technical University.

❖ SHRI SEEMANTO ROY (DIN: 00183666) □

Shri Seemanto Roy, age 38 years, holds a Bachelors Degree in arts from Lucknow University. He has more than 10 years of experience in the real estate sector. Presently, he holds, amongst others, directorships on the Board of Sahara Prime City Limited, Sahara India World Mart Corporation Limited, Sahara Adventure Sports Limited, Aamby Valley Limited, Sahara Safe Drinking Water Supply Limited, Sahara India Club Royale Corporation Limited, Baghaulti Sugar and Distillery Limited. He has contributed immensely during his association as Director in these companies.

INDEPENDENT DIRECTORS

❖ SHRI BRIJENDRA SAHAY (DIN: 00017600) □

Shri Brijendra Sahay, age 76 years, is a retired IAS Officer and has served as the Chief Secretary, Government of U.P. (two times). He holds a Master's Degree in Economics and a Bachelor's Degree in Law. He has a total experience of over 35 years in Finance, Administration, Industrial and Urban Development. He has been the Chairman of U.P. State Textile Corporation, New Okhla Industrial Development Authority (NOIDA). He has also worked as the Cement Controller of India and later as Joint Secretary in the Ministry of Industry, as Deputy Secretary in the Ministry of Commerce, Govt. of India. He is the recipient of National Citizen's award, Lok Shree Award and National Amity Award. He is also on the

Board of other companies like Sahara One Media & Entertainment Limited, Ginni International Limited, Sahara India Life Insurance Company Limited.

❖ MS. ANSHU ROY (DIN-05257404) □

Ms. Anshu Roy, Woman Director, is a graduate from Calcutta University. She was appointed on the Board of the Company on February 13, 2015 as an Additional Director (Independent). Prior to joining Sahara Housingfina Corporation Limited, she had served as Director in other companies and has relevant industry experience.

KEY MANAGERIAL PERSONNEL

❖ SHRI D.J.BAGCHI (PAN: AAFPB2022A) □

Shri D.J.Bagchi, age 52 years, is a Fellow member of the Institute of Company Secretaries of India (ICSI) and a LLB, having more than 25 years' experience in the Mortgage Finance Industry. He is presently the Chief Executive Officer & Company Secretary of the Company, possessing business expertise and professional knowledge in the respective fields. □

He is not interested as a director or partner in any other entity.

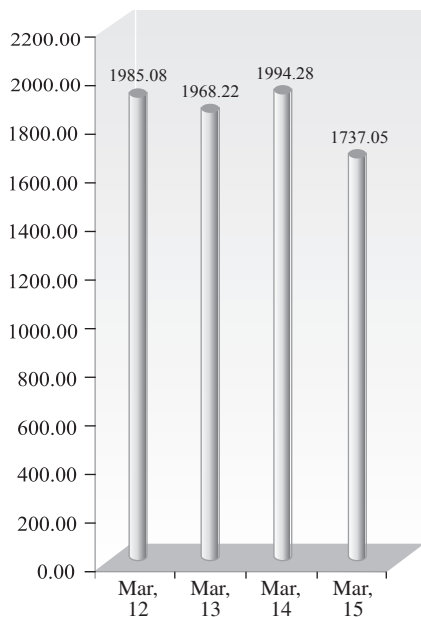
❖ SHRI VIVEK KAPOOR (PAN: AJTPK1894N) □

Shri Vivek Kapoor, age 46 years, holds Bachelor's degree in Commerce from Calcutta University and has experience of over 20 years in managing accounts, finance, and administration. In his capacity as Corporate Manager - Finance & Corporate Affairs of the Company he has managed the Finance and Accounts department of the Company for a period exceeding 10 years and also looks after the regulatory compliance function as per NHB rules and regulations. He was designated as the Chief Financial officer of the Company, as defined in Section 2(19) of the Companies Act, 2013, with effect from May 29, 2014. □

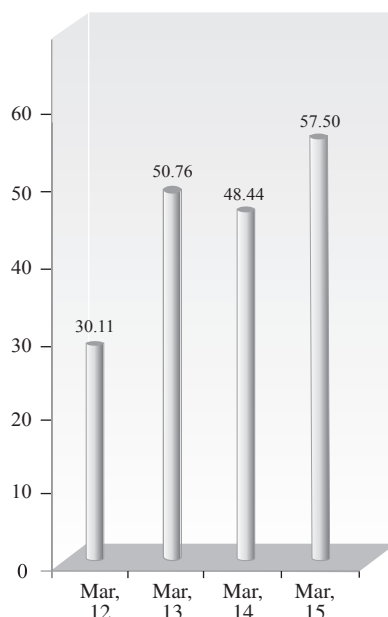
He is not interested as a director or partner in any other entity.

OPERATIONAL HIGHLIGHTS

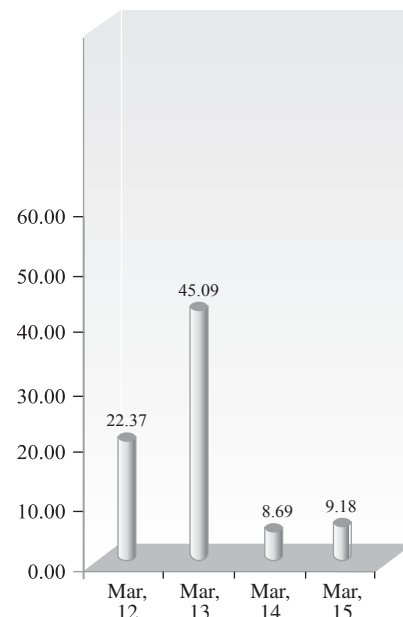
Income from Operations
₹ in lacs



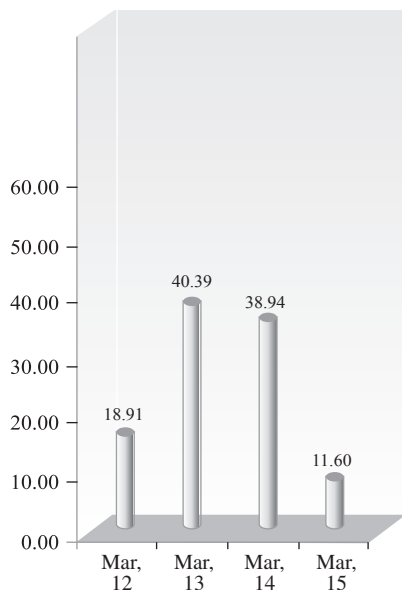
Capital Adequacy Ratio
%



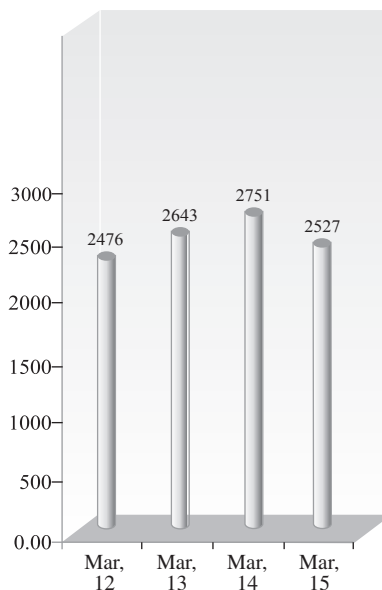
Incremental Loan Sanctioned
₹ in Crores



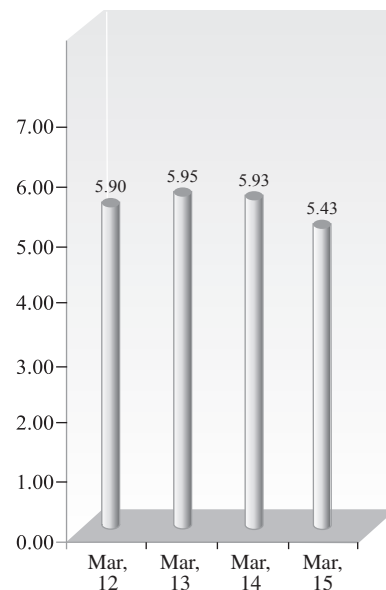
Incremental Disbursement of Loans
₹ in Crores



Loan Accounts
Numbers

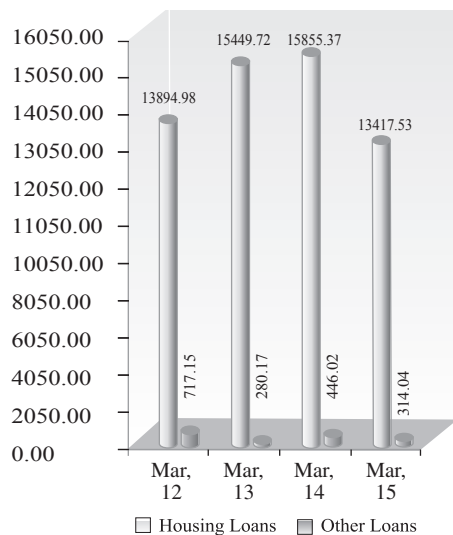


Average Ticket Value
₹ in lacs



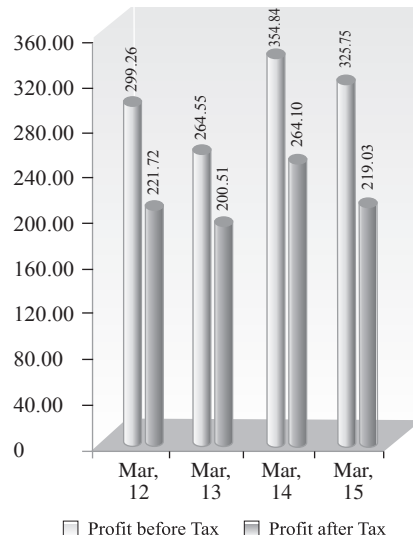
Loan Outstanding - Housing Loan & Other Loan

₹ in lacs



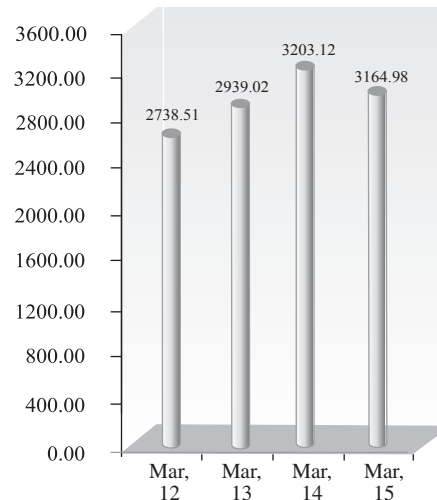
Profit Before Tax & Profit After Tax

₹ in lacs



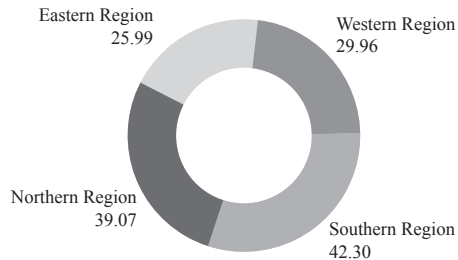
Net Owned Fund (NOF)

₹ in lacs



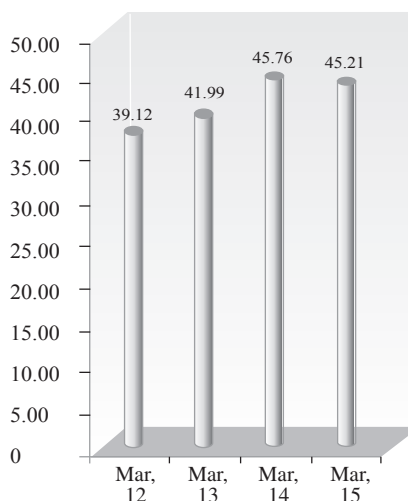
Regionwise Loan Outstanding

₹ in Crores



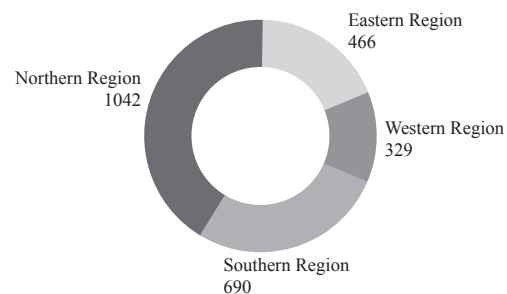
Book Value of Shares

₹



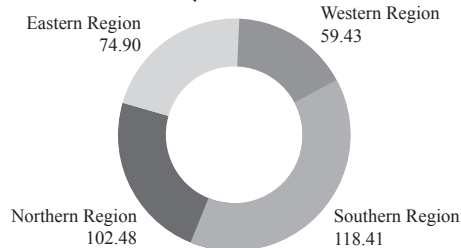
Regionwise Loan Accounts

Numbers



Regionwise Cumulative Disbursement

₹ in Crores



DIRECTORS' REPORT

Dear Members,

The Board of Directors of your Company take pleasure in presenting the Twenty-fourth Annual Report along with the Audited Financial Statements for the financial year ended March 31, 2015.

FINANCIAL RESULTS

The Financial Performance of the Company for the financial year ended March 31, 2015, is summarised below:

(₹)

Particulars	2014-2015	2013-2014
GROSS INCOME	18,33,33,338	21,10,85,348
Less:		
Interest	9,73,61,337	11,94,06,184
Overheads	5,25,90,146	5,48,76,542
Depreciation	8,06,762	13,18,596
Profit Before Tax (PBT)	3,25,75,093	3,54,84,026
Provision for Taxation		
– Current Tax	1,06,06,264	1,07,54,928
– Deferred Tax	(31,929)	(17,46,134)
– Income Tax related to earlier years	98,225	65,434
Profit After Tax (PAT)	2,19,02,533	2,64,09,798
Add: Profit carried from earlier years	12,09,94,022	10,23,54,289
Profit available for appropriations	14,28,96,555	12,87,64,087
Appropriations		
Transfer to Special Reserve u/s 36(1)(viii) of the Income Tax Act, 1961 read with Sec. 29C of the NHB Act, 1987	77,30,312	77,70,065
Deferred Tax Liability on opening balance of Special Reserve	2,55,22,539	–
WDV Written Off (Net of DTA)	1,94,093	–
Balance carried to Balance Sheet	10,94,49,611	12,09,94,022
Total	14,28,96,555	12,87,64,087

PERFORMANCE

Some of the key highlights of your company's performance during the year under review;

Income & Profit (PBT & PAT)

- The Profit and Loss Account shows a Profit Before Tax (PBT) of ₹ 325.75 lacs for the year ended March 31, 2015, after making provisions for NPAs and Loan Assets and taking into account all expenses, including depreciation as against the PBT of ₹ 354.84 lacs for the previous year ended March 31, 2014. The provision for income tax (net of deferred tax) is ₹ 106.73 lacs and the profit after tax for the year is ₹ 219.03 lacs as against ₹ 264.10 lacs in the previous year, representing a decrease in Net Profit of 17 per cent (approx). Taking into account the balance of ₹ 1209.94 lacs brought forward from the previous year, the distributable profit is ₹ 1094. 50 lacs.
- The Gross Income for the year under review was ₹ 1833.33 lacs as against the previous financial year's income of ₹ 2110.85 lacs representing a decrease in gross total income by 13 per cent (approx).

Net Owned Fund (NOF) & Assets under Management (AUM)

- Shareholders' Equity (Net Owned Fund) as at March 31, 2015 was ₹ 3164.98 lacs as against ₹ 3203.12 lacs in the previous year, representing a marginal decrease of 1.19 per cent. The same is on account of creation of provision for deferred tax liability on Statutory Reserve.
- The total Assets under Management of the Company as on March 31, 2015 was ₹13731.58 lacs as against ₹16301.40 lacs in the previous year, representing a decrease of 15.76 per cent.

Transfer to Special Reserve

During the year under review, your company transferred ₹ 77.30 lacs to the Statutory Reserve under Section 36(1)(viii) of the Income Tax Act, 1961 read with Section 29C of the NHB Act, 1987. Deferred tax liability on the Special Reserve created during the current year has been appropriated from Profit & Loss Account amounting to ₹ 25.08 lacs, in accordance with the National Housing Bank (NHB) Guidelines. National Housing Bank vide circular No. NHB (ND)/DRS/Policy Circular 65/2014-15 dated August 22, 2014 has clarified that deferred tax liability (contingent upon Company's withdrawal Reserves under Section 36(1)(viii) of the Income Tax Act, 1961) in respect of the balance in special reserve as at April 1, 2014 may be adjusted from the opening free reserves of the Company over a period of three years in the ratio of 25:25:50 respectively.

Your Company has adjusted its opening reserves as at April 1, 2014 with an amount of ₹ 255.23 lacs being 100 per cent contingent deferred tax liability on the opening balance of Statutory Reserve of ₹ 786.64 lacs.

Earnings Per Share (EPS)

The Earnings per share (EPS) as at March 31, 2015 was ₹ 3.13 as against ₹ 3.77 as at March 31, 2014.

Share Capital

The paid up equity share capital as on March 31, 2015 was ₹ 7 Crores, divided into 7,000,000 equity share of face value of Re. 10 each.

a. Issue of equity shares with differential rights/ buy back

The Company neither issued equity shares with differential rights during the financial year 2014-15 nor bought back any of its shares during the year under review.

b. Issue of sweat equity shares

The Company did not issue sweat equity shares during the financial year 2014-15.

c. Issue of employee stock options

The Company did not issue stock options during the financial year 2014-15.

d. Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

The Company does not have a scheme for purchase of its own shares by employees or by trustees for the benefit of employees.

Subordinated Debt

Your Company did not raise money through subordinate debt during the year. As on March 31, 2015, your Company's outstanding subordinated debt were ₹ 25 crore. The debt is subordinated to present and future senior indebtedness of your Company. Interest due thereon has been paid within the due date of payment.

Material Changes & Commitments occurring after the end of Financial Year

No material changes and/or commitments affecting the financial position of the Company occurred between the end of the financial year to which the attached financial statements relate to and upto the date of this report.

Term Loan from ICICI Bank

Your Company has repaid term loan taken from ICICI Bank (amount outstanding as on December 15, 2014 amounting to ₹13,57,05,200 along with interest due thereon till such date amounting to ₹ 5,88,079) on December 15, 2014.

Capital Adequacy

As per the Housing Finance Companies (NHB) Directions, 2010, every Housing Finance Company (HFC) shall maintain a minimum Capital Adequacy Ratio (CAR) of 12 per cent. The Capital Adequacy Ratio of SHCL as on March 31, 2015 was 57.50 per cent. The following table sets out our capital adequacy ratios as at March 31, 2013, 2014 and 2015.

Particulars	As at March 31		
	2015	2014	2013
Capital Adequacy Ratio	57.50	48.44	50.76

INVESTMENT IN SUBSIDIARIES, ASSOCIATES, AND JOINT VENTURES

Your Company does not have any subsidiary nor has it made any investment in associates or joint ventures. Consequently, the disclosure requirement as stipulated in terms of sub-section (3) of Section 129 of the Companies Act, 2013, read with rule (5) of the Companies (Accounts) Rules, 2014, is not applicable.

LENDING PERFORMANCE

During the year under review, the Company disbursed loans aggregating to ₹ 1159.97 lacs as against ₹ 3893.57 lacs in the previous year March 31, 2014. The outstanding loan portfolio as at March 31, 2015 stood at ₹ 13731.58 lacs as against ₹ 16301.40 lacs in the previous year March 31, 2014.



The Cumulative Log-in, Sanction and Disbursement amount as on March 31, 2015 and 2014 are as under: □

Particulars □	No. of □ Accounts □		Amount (₹ in lacs) □	
	2014-15 □	2013-14 □	2014-15 □	2013-14 □
Cumulative Log-in □	6104 □	6037 □	56750.16 □	55743.83 □
Cumulative Sanction □	3931 □	3867 □	38446.55 □	37528.05 □
Cumulative Disbursement □	3741 □	3674 □	35522.90 □	34362.93 □

Fresh loans

The year-wise sanction and disbursement details for the previous five years are as under; □

(₹ In Lacs)

Particulars □	31.03.15 □	31.03.14 □	31.03.13 □	31.03.12 □	31.03.11 □
Sanction □	918.50 □	869.13 □	4509.49 □	2119.48 □	2447.59 □
Disbursement □	1159.97 □	3893.57 □	4039.49 □	1891.46 □	3319.06 □

The Company continues to serve from four regions (Kolkata, Lucknow, Hyderabad and Mumbai) and thirteen branches (Kolkata, Asansol, Siliguri, Ranchi, Durgapur, Lucknow, Gorakhpur, Kanpur, Mumbai, Pune, Hyderabad, Vijayawada and Visakhapatnam).

NON-PERFORMING ASSETS AND PROVISIONS FOR CONTINGENCY

The Company strictly adheres to the prudential guidelines for Non- Performing Assets (NPAs) issued by the National Housing Bank (NHB) under its Directions of 2010, as amended from time to time. As per the prudential norms the Company did not recognise the income on such NPAs. The Company has made provision for contingencies on standard as well as non-performing

housing loans and property loans as per the norms.

The amount of gross Non- Performing Assets (NPA) as on March 31, 2015 was ₹ 617.32 lacs, which is equivalent to 4.50 per cent of the loan portfolio of the Company as against ₹ 254.59 lacs, which is 1.56 per cent of the housing loan portfolio as at March 31, 2014.

DIVIDEND

The Board of Directors felt it prudent to retain the earnings for the year under review to be ploughed back in the lending business which shall result in augmenting the Company's growth and consequently shareholders' wealth.

DEPOSITS

Your Company is registered as a non-deposit taking Housing Finance Company with National Housing Bank (NHB), New

Delhi. The Company has neither accepted in the past nor has any future plans, by virtue of its registration, to accept any public deposits, by whatever name called. Accordingly, the Company has not accepted / renewed any deposits during the year. There are no unclaimed deposits as on March 31, 2015.

PARTICULARS OF LOANS GUARANTEES OR INVESTMENTS

Since the company is a housing finance Company, the disclosure regarding particulars of loans given, guarantees given and security provided is exempt under the provision of Section 186(11) of the Companies Act, 2013.

As regards investments, there are no investments made by the Company for the year ended March 31, 2015.

NATIONAL HOUSING BANK (NHB) GUIDELINES

The Company has complied with the provisions of the Housing Finance Companies (NHB) Directions, 2010 as prescribed by NHB and has been in compliance with the various Circulars, Notifications and Guidelines issued by National Housing Bank (NHB) from time to time.

OTHER REGULATORY COMPLIANCE

The Company has also been following directions, guidelines, circulars issued by SEBI, Stock Exchange (BSE), MCA, from time to time pertaining to listed companies.

In order to prevent frauds in loan cases involving multiple lending from different banks/ housing finance companies, the Government of India has set up the Central Registry of Securitization Asset Reconstruction and Security Interest of India (CERSAI) under Section 20 of the SARFAESI Act 2002 to have a central database of all mortgages created by lending institutions. Your Company is registered with CERSAI and the data in respect thereto is being submitted, from time to time.

DIRECTORS

Shri Sakti Prasad Ghosh, (DIN : 00183802) Independent & Non-executive Director, has resigned from the Board with effect from May 29, 2014, due to his pre-occupation with other assignments. The Board places on record its deep appreciation for the contribution made by Shri Sakti Prasad Ghosh during his long tenure as a Director of the Company, since March 10, 2003.

Shri Joy Broto Roy, (Non-independent) Director, (DIN: 00432043), resigned from the Board, with effect from March 16, 2015, due to his pre-occupation with other assignments. The Board places on record its appreciation for the contribution made by Shri Joy Broto Roy during his long tenure on the Board of the Company, since August 24, 2002.

Shri Ranoj Dasgupta, (DIN : 00216165) Independent & Non-executive Director, has resigned from the Board with effect from April 1, 2015, due to his deteriorating health, age related medical concerns and his consequent inability to devote sufficient time to the Company. The Board places on record its deep appreciation

for the contribution made by Shri Ranoj Dasgupta during his long tenure as a Director of the Company, since December 23, 2004.

On the basis of the recommendation of Nomination & Remuneration Committee, the Board of Directors appointed Ms. Anshu Roy, with effect from February 13, 2015, as an Additional Director, in the category of Independent Director of the Company. Ms. Anshu Roy holds office up to the date of the ensuing annual general meeting. The Company has received a notice from a member under Section 160 of the Companies Act, 2013, along with a requisite deposit, proposing her candidature for the office of Independent Director, to be appointed as such, at the ensuing annual general meeting. Necessary resolution is being proposed in the notice of the ensuing Annual General Meeting for appointment of Ms. Anshu Roy as an Independent Director of the Company for the approval of the Members pursuant to Section 149 of the Companies Act, 2013 for a term of 5 consecutive years from February 13, 2015 to February 12, 2020.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association, Shri Seemanto Roy, Non-Executive, (Promoter) Director of your Company retires by rotation and is eligible for reappointment at the ensuing Annual General Meeting.

None of the Directors of the company are related to each other. Brief resume of the Directors, proposed to be appointed/ re-appointed, nature of their expertise in specific functional areas and names of other companies in which they hold Directorship alongwith their Membership/Chairmanship of Committees of the Board as stipulated under Clause 49 of the Listing Agreement with Stock Exchanges, are provided in the annexure to the Notice of the Twenty Fourth Annual General Meeting being sent to the members along with the Annual Report.

Based on the confirmations received, none of the Directors are disqualified for being appointed/ reappointed as Directors in terms of Section 164 the Companies Act, 2013.

During the year under review, no stock options were issued to the Directors of the Company.

BOARD MEETINGS

The Board met five times during the year on May 29, 2014, August 13, 2014, September 29, 2014, November 13, 2014, and February 13, 2015 respectively.

KEY MANAGERIAL PERSONNEL

Shri D.J. Bagchi, CEO & Company Secretary, was also appointed as "Manager" under Section 269 of the Companies Act, 1956. The appointment of Shri D.J. Bagchi as "Manager" expired on July 30, 2015. The Board of Directors of your Company, on the recommendation of the Nomination & Remuneration Committee,

thought it prudent to re-appoint Shri D.J. Bagchi, as Chief Executive Officer and Manager under Section 196, 197, 198, and as a Key Managerial Personnel under Section 203 of the Companies Act, 2013 and rules made thereunder for a further period of three years w.e.f. July 31, 2015 subject to the approval of the members. Necessary resolution for the said re-appointment is being proposed in the notice of the ensuing Annual General Meeting for the approval of the members.

During the year under review, the Board of Directors appointed Shri Vivek Kapoor, who was an employee and holding the designation as Corporate Manager, (Finance & Corporate Affairs) before the commencement of the Companies Act, 2013, as the Chief Financial Officer (CFO) and a Key Managerial Personnel under Section 203 of the Companies Act, 2013.

AUDITORS

At the Twenty-third (23rd) Annual General Meeting held on September 29, 2014, the Members had appointed M/s. Chaturvedi & Co., [FRN: 302137E] Chartered Accountants as the Statutory Auditors of the Company, by way of ordinary resolution under section 139 of the Companies Act, 2013, to hold office from the conclusion of Twenty-third (23rd) Annual General Meeting until the conclusion of the Twenty-sixth (26th) Annual General Meeting of the Company, subject to ratification of the appointment by the members of the Company at every Annual General Meeting as per the provisions of the Companies Act, 2013.

Based on the recommendation of the Audit Committee, the Board of Directors at their meeting held on August 14, 2015, recommended the ratification of appointment of M/s. Chaturvedi & Co., Chartered Accountants, as the Statutory Auditors of the Company, and that, the necessary resolution in this respect is being included in the notice of the Twenty – fourth (24th) Annual General Meeting for the approval of the Members of the Company. The Company has received consent from the Statutory Auditor and confirmation to the effect that they are not disqualified to be appointed as the Statutory Auditor of the Company in terms of the provisions of Companies Act, 2013 and Rules framed thereunder.

NOTES TO ACCOUNTS AND AUDITORS REPORT

No adverse remark or observation is given by the Statutory Auditors. The observations made by the Statutory Auditors in their report, read with the relevant notes to accounts, are complete, transparent and self- explanatory and therefore do not call for any further comments by the Board.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed Shri P.V. Subramanian,

Practicing Company Secretary (CP: 2077) as the Secretarial Auditor of the Company for the financial year 2014-2015. The Secretarial Audit Report for the financial year ended March 31, 2015, is annexed as “**Annexure - 2**” to this report.

The observation made in the said report with regard to non filing of Form MGT-14 was due to ambiguity and uncertainty of applicability of the same for the relevant period. Your Directors wish to inform you that Rule 8(5) under the Companies (Meetings of Board and its Powers) Rules, 2014 has since been omitted by the Companies (Meetings of Board and its Powers) Amendment Rules, 2015 vide Notification No. G.S.R.206 (E) dated 18.03.2015 w.e.f. 18-03,2015.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors would like to inform that the audited accounts containing the Financial Statements for the year ended March 31, 2015 are in conformity with the requirements of the Companies Act, 2013 and they believe that the financial statements reflect fairly the form and substance of transactions carried out during the year and reasonably present the Company's financial condition and results of operations. These Financial Statements are audited by M/s. Chaturvedi & Co., Chartered Accountants the Statutory Auditor of the Company.

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, it is hereby confirmed that :

- a) ☐ in the preparation of the annual accounts for the year ended March 31, 2015, the applicable Accounting Standards had been followed along with proper explanation relating to material departures,
- b) ☐ the directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2015 and of the profit of the Company for that period;
- c) ☐ the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) ☐ the directors had prepared the annual financial statements on a going concern basis;
- e) ☐ the directors had laid down Internal Financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) ☐ the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURE UNDER SUB-SECTION (3) OF SECTION 134 OF COMPANIES ACT, 2013, READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014

Your Company is not engaged in any manufacturing activity and thus its operations are not energy intensive and the particulars relating to conservation of energy and technology absorption as per Section 134(3) of the Companies Act, 2013, read with Rule 8 (3) of the Companies (Accounts) Rules, 2014, are not applicable. There has been no foreign exchange earnings and outgo during the year under review.

EMPLOYEE REMUNERATION

- A. ☐ The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are forming part of this report and is annexed as “**Annexure - 1**” to this Report.
- B. ☐ Since no employee is in receipt of remuneration in excess of the limits as laid down under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no disclosures in this regard are applicable.

CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchange, Management Discussion and Analysis Report, and Report on Corporate Governance form part of this Annual Report. The Report on Corporate Governance also includes certain disclosures that are required, as per Companies Act, 2013.

The Auditor's certificate on Corporate Governance issued by the Statutory Auditors of the Company for the year under review, in pursuance of the Clause 49 of the Listing Agreement forms part of this Annual Report.

INTERNAL CONTROL

The Company has an adequate internal audit system in place whereby The Internal Audit is conducted by the Internal Auditor and reports are submitted on a periodic basis. The audit function maintains its independence and objectivity while carrying out its assignments. It evaluates on a continuous basis the adequacy and effectiveness of internal control mechanism, adherence to policies, procedures as well as regulatory and legal requirements. The function also recommends improvement in operational processes and suggests streamlining of controls against various risks. The Audit Committee of the Board reviews the internal audit function on a continuous basis.

SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATOR OR COURT OR TRIBUNALS

There were no significant/material orders passed by any Regulator or Court or Tribunal which would impact the going concern status of the Company and its future operations.

CHANGE IN THE NATURE OF BUSINESS

There are no changes in the Nature of Business.

NOMINATION (INCLUDING BOARDS' DIVERSITY) REMUNERATION & EVALUATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a Nomination (including Boards' Diversity), Remuneration & Evaluation Policy, which, inter-alia, lays down the criteria for identifying the persons who are qualified to be appointed as Directors and/or Senior Management Personnel of the Company, alongwith the criteria for determination of remuneration of Directors, KMPs and other employees and their evaluation and includes other matters, as prescribed under the provisions of Section 178 of Companies Act, 2013 and Clause 49 of the Listing Agreement.

The details of the same are provided in Corporate Governance Report forming part of this Annual Report.

RELATED PARTY TRANSACTION POLICY

Related Party Transaction Policy, as formulated by the Company, defines the materiality of related party transactions and lays down the procedures of dealing with Related Party Transactions. The details of the same are provided in Corporate Governance Report forming part of this Annual Report.

RELATED PARTY TRANSACTIONS

There were no materially significant related party transactions i.e. transactions of material nature, with its promoters, directors or senior management or their relatives etc. that may have potential conflict with the interest of company at large. Transactions entered with related parties as defined under the Companies Act, 2013 and Clause 49 of the Listing Agreement during the financial year 2014-15 were mainly in the ordinary course of business and on an arm's length basis.

During the year, the Company has not entered into any material contract, arrangement or transaction with related parties, as defined under Clause 49 of the Listing Agreement and Related Party Transaction Policy of the Company. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website. None of the Directors have any pecuniary relationships or transactions vis-à-vis the Company.

ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, an annual performance

evaluation of the Board, the directors individually as well as the evaluation of the working of the Board Committees including Audit Committee, Nomination & Remuneration Committee, Risk Management Committee, Stakeholders Relationship Committee, of the Board of Directors of the Company, was carried out during the year. The details of evaluation process as carried out and the evaluation criteria have been explained in the Corporate Governance Report, forming part of this Annual Report.

INSURANCE OF COMPANY'S PROPERTY

Your Company has insured its various properties and facilities against the risk of fire, theft, etc., so that financials are not impacted in the unfortunate event of such incidents. However, your Company does not offer at present Directors' and Officers' Liability Insurance Policy.

RISK MANAGEMENT POLICY & ASSET LIABILITY MANAGEMENT COMMITTEE (ALCO)

The Company has put in place a comprehensive Risk Management Policy which places emphasis on risk management measures to ensure an appropriate balance between risk and return. Risk management is a board-driven function with the overall responsibility of risk management assigned to the Risk Management Committee of the Board of Directors. At the operational level, risk management is assigned to the Asset Liability Management Committee ("ALCO"). Your Company conducts risk profiling on a regular basis for the purpose of self-assessment.

The Asset Liability Management Committee (ALCO) lays down policies and quantitative limits that involve assessment of various types of risks and shifts in assets and liabilities to manage such risks. ALCO ensures that the liquidity and interest-rate risks are contained within the limits laid down by the Board. The Company has duly implemented NHB's Asset Liability Management Guidelines.

CORPORATE SOCIAL RESPONSIBILITY POLICY

Pursuant to the provisions of section 135 and schedule VII of the Companies Act, 2013, at present the CSR provisions are not applicable to the Company.

CODES, STANDARDS AND POLICIES

'Know Your Customer & Anti-Money Laundering Measures

Your Company has a Board approved Know Your Customer & Anti Money Laundering Measure Policy (KYC & AML Policy) in place, which is strictly adhered to. The said Policy is in line with the National Housing Bank (NHB) guidelines.

The Company has also adhered to the compliance requirement in terms of the said policy relating to the monitoring and reporting of cash/suspicious transactions. The Company is committed to furnish to Financial Intelligence Unit (FIU), India, in the electronic medium, information of all cash transactions of the value of more

than Rupees ten lakh or its equivalent in foreign currency and suspicious transactions, whether or not made in cash, in terms of the said Policy.

Fair Practice Code

Your Company has in place a Fair Practice Code (FPC), which includes guidelines on appropriate staff conduct when dealing with the customers and on the organisation's policies vis-à-vis client protection. The FPC captures the spirit of the National Housing Bank guidelines on fair practices for Housing Finance Companies.

Whistle Blower Policy (Vigil Mechanism)

Your Company believes and is committed to adherence to high ethical standards and compliance with laws and regulations applicable to its business. Your Company has, pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Clause 49 of the Listing Agreement, put in place a Whistle Blower Policy which provides for a vigil mechanism that encourages and supports its Directors and employees to report to the management / Chairperson of the Audit Committee any instances of unethical behaviour, fraud etc. The said policy provides for adequate safeguards against the victimisation of the Whistle Blower availing this mechanism. The policy also provides for direct access to the Chairperson of the Audit Committee in exceptional cases.

Code of Conduct for Board of Directors and the Senior Management Personnel

Your Company has adopted a Code of Conduct for its Board Members and Senior Management personnel. The code requires the directors and employees of the Company to act honestly, ethically and with integrity and in a professional and respectful manner.

The declaration by the CEO of the Company regarding compliance with the Code of Conduct for Board Members and Senior Management is annexed with the Corporate Governance report.

Code for Prevention of Insider Trading Practices

Your Company has formulated and adopted a Code for Prevention of Insider Trading Practices in accordance with the model code of conduct as prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended. The code lays down guidelines, which includes procedures to be followed and disclosures to be made while dealing in the shares of the Company. The code is applicable to the promoters, directors, senior designated employees and the said persons are restricted from dealing in the securities of the Company during the 'restricted trading periods' notified by the Company.

Other Policies as Per NHB Rules/Guidelines

Your Company has formulated policies on 'Policy on Partial / Part-Prepayment', 'Foreclosure/Pre-closure of loan prior to

actual/agreed date of closure', 'Code of Conduct for Direct Selling Agents', 'Guidelines for Recovery Agents', 'Policy on Refunds of Fees (AF/PF)', etc in order to upgrade the procedures of collecting the information from the prospective borrowers and to ensure fair practices in dealing with the borrowers.

LISTING OF SHARES OF THE COMPANY

The Equity Shares of your Company continue to remain listed (Group-B) on the BSE Ltd. The Company has paid the listing fees as payable to the BSE Ltd. for the financial year 2015-16.

TECHNOLOGY UPDATION

The exercise of capturing of live data within the in-house developed software module is in progress. As a result the dependance on custom driven reporting has increased and on its completion, it is expected to further strengthen the prevalent information sharing mechanism. Newer application software has been provided wherever deemed necessary including better data management software.

In consonance with earlier years, emphasis remained on regular updating of systems and procedures to provide adequate checks and alerts against probable frauds that may arise due to misrepresentation by applicants and even to ensure fair practice in dealing with borrowers.

DEPOSITORY SYSTEM

The Company has entered into an agreement with CDSL/ NSDL for transaction of shares in dematerialized form. As on March 31, 2015, only 3.05 per cent of the Company's paid up Share Capital consisting of 2,13,591 shares were held in physical form. As per the Securities and Exchange Board of India's (SEBI) instructions, the Company's shares have to be transacted in dematerialised form and therefore, members are requested to convert their holdings to dematerialised form.

HUMAN RESOURCES AND TRAINING

Your Company has continuously been working to improve human resource competence and capabilities in the Company to deliver the desired results. The Company aims to align HR practices with business goals, motivate people for higher performance and build a competitive working environment. Rewarding high performing employees are vital to the company's success. The Board values and appreciates the contribution and commitment of the employees towards performance of your Company during the year. In pursuance of the Company's commitment to develop and retain the best available talent, the Company continued to offer in-house training programme to staff members in executive development, leadership and management skills. The Company also sponsored its employees at various levels to attend various seminars and programmes conducted by various organizations and institutions including training programmes conducted by National Housing Bank.

Employee relations remained cordial and the work atmosphere remained congenial during the year.

INSURANCE COVERAGE TO BORROWERS

Your Company in tie-up with National Insurance Company Limited offers comprehensive insurance cover product called “NATIONAL INSURANCE SAHARA HOME LOAN SURAKSHA BIMA” offering protection to the borrowers of the Company against the following risks/perils/natural calamities:

- (A) ☐ Personal Accident Insurance: Death due to accident/accidental loss of two limbs, two eyes or one limb and one eye; Permanent total disablement from injuries other than named above.
- (B) ☐ Property Insurance: Fire/Storm/Earthquake/ Riot, Strike and Malicious damage/Lightning/Explosion/Implosion /Aircraft damage, Impact damage/Subsidence and Landslide including Rock Slide/Bursting or Overflowing of Water Tanks & Pipes, Missile testing operations/Leakage from Automatic Sprinkler ☐ Installations, Bush Fire/other natural calamities. ☐

The details regarding the product (e.g. Sum insured, premium payable etc.) are explained to the borrowers during personal ☐ discussion with them at the time of credit appraisal.

GO GREEN INITIATIVES

Like previous year, the go green initiative to send annual report in electronic format to the shareholders who have registered their e-mail ID with their Depository Participant, shall be continued. The shareholders who have not yet registered their e-mail ID are requested to do so to enable the Company to effectively comply with this initiative.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management

and Administration) Rules, 2014, the extract of the Annual Return as at March 31, 2015, in the prescribed form MGT 9, forms part of this report and is annexed as “Annexure - 3”.

ACKNOWLEDGEMENTS

The Directors thank the valued customers, shareholders for their goodwill, patronage and support.

The Directors place on record their appreciation for the advice, guidance and support given by various regulatory authorities including the NHB, RBI, SEBI, MCA, Registrar of Companies, the Stock Exchange (BSE), Depositories and all the bankers of the Company. The Directors would also like to acknowledge the role of all its stakeholders – borrowers, key partners, and lenders for their continued support to the Company. The Board would also like to express its sincere appreciation to the Company’s RTA, Service Providers and Counsellors for their continued co-operation. The Directors recognize and appreciate the efforts and hard work of all the employees of the Company and their continued contribution to its progress.

For and on behalf of the Board of Directors ☐

Kolkata
August 14, 2015

(O. P. Srivastava) ☐ (Brijendra Sahay)
Director ☐ Director

Annexure – 1

TO THE DIRECTORS' REPORT

Sl. No.	Requirements	Disclosure	
I <input type="checkbox"/>	The ratio of the remuneration of each director to the median remuneration of the employees for the financial year 2014-15.	The Directors are not paid any remuneration apart from the 'Sitting Fees'. Hence, no disclosure is applicable.	
II <input type="checkbox"/>	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary in the financial year.	There was no increase in the remuneration of CEO/CFO in the financial year 2014-15. The Directors are not paid any remuneration apart from the 'Sitting Fees'.	
III <input type="checkbox"/>	The percentage increase in the median remuneration of employees in the financial year.	There was no increase in the median remuneration of employees in the financial year 2014-15.	
IV <input type="checkbox"/>	The number of permanent employees on the rolls of the Company.	There were 45 permanent employees on the rolls of the Company, as on March 31, 2015.	
V <input type="checkbox"/>	The explanation on the relationship between average increase in remuneration and Company's performance.	Not Applicable as there was no increase in remuneration in the financial year 2014-15.	
VI <input type="checkbox"/>	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company.	For the Financial Year 2014-15, the total remuneration paid to the KMPs were approx 27.61% of the net profit for the year.	
VII <input type="checkbox"/>	Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer.	The market capitalisation of the Company has increased from ₹ 32.90Cr. as of March 31, 2014 to ₹ 33.36 Cr as of March 31, 2015. Over the same period, the price to earnings ratio (P/E ratio) moved from 12.47x to 15.22x. The Company's stock price as at March 31, 2015 has increased by 376.5% to ₹ 47.65 (in BSE) over the last public offering, i.e. Public Issue.	
VIII <input type="checkbox"/>	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Not Applicable as there was no increase in remuneration in the financial year 2014-15.	
IX <input type="checkbox"/>	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company.	The comparison of remuneration of each of the Key Managerial personnel against the performance of the Company is as under :	
		Particulars <input type="checkbox"/>	% of Net Profit for FY 2014-15
		CEO/Manager/ Company Secretary <input type="checkbox"/>	
		CFO <input type="checkbox"/>	
X <input type="checkbox"/>	The key parameters for any variable component of remuneration availed by the directors.	The Directors are not paid any remuneration apart from the 'Sitting Fees'. Hence, no disclosure is made.	
XI <input type="checkbox"/>	The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year.	Not applicable	
XII <input type="checkbox"/>	Affirmation that the remuneration is as per the remuneration policy of the Company.	It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.	

Annexure – 2
TO THE DIRECTORS' REPORT

SECRETARIAL AUDIT REPORT

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2015.

To,
The Members,
Sahara Housingfina Corporation Limited.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sahara Housingfina Corporation Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis of evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:-

1. ☐ I have examined the books, papers, minute books, forms and returns filed and other records maintained by Sahara Housingfina Corporation Limited ("the Company") for the financial year ended on March 31, 2015 according to the provisions of:
 - (i) ☐ The Companies Act, 2013 ("the Act") and the rules made thereunder; ☐
 - (ii) ☐ The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; ☐
 - (iii) ☐ The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder; ☐
 - (iv) ☐ Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; and ☐
 - (v) ☐ The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) ☐ The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ☐
 - (b) ☐ The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; ☐
 - (c) ☐ The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; ☐
 - (d) ☐ The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and ☐
 - (vi) ☐ The following laws specifically applicable to the Company vis-a-vis the nature of its business:-
 - (a) ☐ The National Housing Bank Act, 1987; & ☐
 - (b) ☐ The Housing Finance Companies (NHB) Directions, 2010.
2. ☐ Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company during the financial year under report:-
 - (a) ☐ The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; ☐
 - (b) ☐ The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ☐
 - (c) ☐ The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and ☐
 - (d) ☐ The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
4. ☐ I have relied on the representation made by the Company and its Officers for compliance under other laws generally applicable to the Company and, therefore, I have not covered any matter related to any other law which may be applicable to the Company except the aforementioned corporate laws of the Union of India.

5. ☐ I have also examined compliance with the applicable clauses of the following:- ☐
- (i) ☐ Secretarial Standards with respect to board and general meetings issued by the Institute of Company Secretaries of India ☐
(Notified with effect from July 1, 2015, hence not applicable to the Company for the period under review); & ☐
 - (ii) ☐ The Listing Agreements entered into by the Company with BSE Limited.
6. ☐ During the period under review the Company has generally complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:- ☐
- (i). ☐ *The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder; However, the Company did not file the resolution in form MGT-14 with the Registrar of Companies pursuant to the provisions of sections 117(3)(g) and 179(3) of the Act read with Rule 8(5) of the Companies (Meetings of the Board and its Powers) Rules, 2014 within the prescribed time limit.* ☐
7. ☐ I further report that: ☐
- (i) ☐ The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act; ☐
 - (ii) ☐ Adequate notices were given to all directors to schedule the Board Meetings and Committee Meetings. Agenda and notes on agenda were sent in advance and further information and clarifications on the agenda items were provided for meaningful participation at the meetings; and ☐
 - (iii) ☐ All decisions at the Board Meetings and Committee Meetings, as represented by the management, were taken unanimously.
8. ☐ I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, such as laws related to taxation, local laws applicable to the areas of operation of business and other laws generally applicable to the Company.
9. ☐ I further report that, to the best of my understanding, the Company had not undertaken any event /action having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc. referred to above.
10. ☐ This report is to be read with my letter of even date which is annexed as Appendix-I and forms an integral part of this report.

Place ☐ Kolkata
Date ☐ August 14, 2015

P V SUBRAMANIAN
Company Secretary in Whole-time Practice
ACS No.: 4585
CoP.No.: 2077

Appendix-I
(To the Secretarial Audit Report to the Members of Sahara Housingfina
Corporation Limited for the financial year ended March 31, 2015)

To,
The Members,
Sahara Housingfina Corporation Limited.

My Secretarial Audit Report for the financial year ended March 31, 2015 of even date is to be read along with this letter.

1. ☐ Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. ☐ I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts reflected on ☐ secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. ☐ I have not verified the correctness and appropriateness of financial records and Books of Account of the Company.
4. ☐ Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. ☐ The compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility ☐ of the management. My examination was limited to the verification of procedures on test basis.
6. ☐ The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy of effectiveness with which the management has conducted the affairs of the Company.

Place ☐ Kolkata
Date ☐ August 14, 2015

P V SUBRAMANIAN
Company Secretary in Whole-time Practice
ACS No.: 4585
CoP.No.: 2077



**Annexure – 3
TO THE DIRECTORS' REPORT**

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.**

I. REGISTRATION & OTHER DETAILS:

1. **CIN** L18100WB1991PLC099782
2. **Registration Date** August 19, 1991
3. **Name of the Company** Sahara Housingfina Corporation Limited
4. **Category/Sub-category of the Company** Public Company, Limited by shares
(Registered with National Housing Bank as a Non-deposit taking Housing Finance Company)5.

Address of the Registered office & contact details

Sahara India Sadan,
2A, Shakespeare Sarani,
Kolkata – 700 071
Ph: +91 33 2282 9067
Fax: +91 33 2282 9271
Email: info.saharahousingfina@gmail.com;
Website: www.saharahousingfina.com

6. Whether listed company

YES

**7. Name, Address & contact details of
Transfer Agent, if any.**

Link Intime India Private Limited
59 C, Chowringhee Road,
3rd Floor, Kolkata- 700 020
Ph: +91 33 2289 0540
Fax: +91 33 2289-0539
E-mail: kolkata@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Carrying out activities of Housing Finance Companies (Housing Loan and Non-Housing Loan)	65922	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES – Not Applicable

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2014]				No. of Shares held at the end of the year[As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF									
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	4994587	—	4994587	71.35	4994587	—	4994587	71.35	00.00
e) Banks / FI									
f) Any other									
Sub-total									
(A)(1):-	4994587	—	4994587	71.35	4994587	—	4994587	71.35	00.00
(2) Foreign									
a) NRIs – Individuals	—	—	—	—	—	—	—	—	—
b) Other – Individuals	—	—	—	—	—	—	—	—	—
c) Bodies Corp.	—	—	—	—	—	—	—	—	—
d) Any other	—	—	—	—	—	—	—	—	—
Sub-total (A) (2) :-	—	—	—	—	—	—	—	—	—
Total shareholding of Promoter									
(A)= (A)(1)+(A)(2)	994587	—	994587	71.35	994587	—	994587	71.35	00.00
B. Public Shareholding									
1. Institutions	—	—	—	—	—	—	—	—	—
a) Mutual Funds	—	—	—	—	—	—	—	—	—
b) Banks / FI	—	—	—	—	—	—	—	—	—
c) Central Govt	—	—	—	—	—	—	—	—	—
d) State Govt(s)	—	—	—	—	—	—	—	—	—
e) Venture Capital Funds	—	—	—	—	—	—	—	—	—
f) Insurance Companies	—	—	—	—	—	—	—	—	—
g) FIs	—	—	—	—	—	—	—	—	—
h) Foreign Venture Capital Funds	—	—	—	—	—	—	—	—	—
i) Others (specify)	—	—	—	—	—	—	—	—	—
Sub-total (B)(1):-	—	—	—	—	—	—	—	—	—

2. Non-Institutions									
a) Bodies Corp.									
i) Indian	836580	1300	837880	11.97	823608	1300	824908	11.79	(0.18)
ii) Overseas	—	—	—	—	—	—	—	—	—
b) Individuals	—	—	—	—	—	—	—	—	—
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	810012	211805	1021817	14.60	791595	212291	1003886	14.34	(0.26)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	109198	—	109198	1.56	144993	—	144993	2.07	0.51
c) Others (specify)	—	—	—	—	—	—	—	—	—
Non Resident Indians (REPAT)	5347	—	5347	0.07	5756	—	5756	0.08	0.01
Non Resident Indians (NON REPAT)	3469	—	3469	0.05	2333	—	2333	0.03	(0.02)
Overseas Corporate Bodies	—	—	—	—	—	—	—	—	—
Foreign Nationals	—	—	—	—	—	—	—	—	—
Clearing Members	27702	—	27702	0.40	23537	—	23537	0.34	(0.06)
Trusts	—	—	—	—	—	—	—	—	—
Foreign Bodies - D R	—	—	—	—	—	—	—	—	—
Sub-total (B)(2):-	1792308	213105	2005413	28.65	1791822	213591	2005413	28.65	00.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1792308	213105	2005413	28.65	1791822	213591	2005413	28.65	00.00
C. Shares held by Custodian for GDRs & ADRs	—	—	—	—	—	—	—	—	—
Grand Total (A+B+C)	6786895	213105	7000000	100	6786409	213591	7000000	100	

II. Shareholding of Promoter-

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Sahara Prime City Limited	2940000	42.00	—	2940000	42.00	—	00.00
2	Sahara India Corp Investment Limited	1638587	23.41	—	1638587	23.41	—	00.00
3	Sahara India Finance and Investment Limited	416000	5.94	—	416000	5.94	—	00.00

III. Change in Promoters' Shareholding (please specify, if there is no change)

There was no change in absolute terms in number of shareholding of Promoters/Promoter Group.

IV. Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year as on 01/04/2014, i.e. as per shareholding pattern of 31/03/2014		Changes in Shareholding (No. of Shares)		Shareholding at the end of the year as on 31/03/2015, i.e. as per shareholding pattern of 31/03/2015	
		No. of Shares	% of total Shares of the company	Increase	Decrease	No. of Shares	% of total Shares of the company
1	Gandevi Commerce Private Limited	723044	10.33	—	—	723044	10.33
2	Madhu Bala Mittal	27221	00.39	—	—	27221	00.39
3	Sharmila Parasa	23909	00.34	2072 (30.09.2014)	—	25981	00.37
4	Jewels Advisory Services LLP	25000	00.36	—	—	25000	00.36
5	Meeta Kantilal Vardhan	19264	00.28	—	—	19264	00.28
6	Vishnushankar B Mishra	6269	—	700 (30.09.2014) 589 (31.12.2014) 11642 (31.03.2015)	—	19200	00.27
7	Atul Haribhai Chauhan	11477	00.16	1398 (30.06.2014) 525 (30.09.2014) 900 (31.12.2014) 700 (31.03.2015)	—	15000	00.21
8	Sunita Kantilal Vardhan	14327	00.20	—	—	14327	00.20
9	JSEL Securities Ltd (037)	13590	00.19	14 (31.03.2015)	425 (30.06.2014)	13179	00.19
10	Kaizen Stocktrade Private Limited	—	—	13000 (31.12.2015)	—	13000	00.19

V. Shareholding of Directors and Key Managerial Personnel:

None of the Directors or Managerial Personnel holds nor has anytime in the past held any shares in the Company. Hence no disclosure is applicable.

V) ☐ INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment. ☐☐☐
(₹ in lacs)

	Secured Loans <input type="checkbox"/> excluding deposits <input type="checkbox"/>	Unsecured <input type="checkbox"/> Loans <input type="checkbox"/>	Deposits <input type="checkbox"/>	Total <input type="checkbox"/> Indebtedness <input type="checkbox"/>
Indebtedness at the beginning of the financial year <input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
i) Principal Amount <input type="checkbox"/>	187152176 <input type="checkbox"/>	625100797 <input type="checkbox"/>	- <input type="checkbox"/>	812252973 <input type="checkbox"/>
ii) Interest due but not paid <input type="checkbox"/>	1595 <input type="checkbox"/>	1575000 <input type="checkbox"/>	- <input type="checkbox"/>	1576595 <input type="checkbox"/>
iii) Interest accrued but not due <input type="checkbox"/>	- <input type="checkbox"/>	348408020 <input type="checkbox"/>	- <input type="checkbox"/>	348408020 <input type="checkbox"/>
Total (i+ii+iii) <input type="checkbox"/>	187153771 <input type="checkbox"/>	975083817 <input type="checkbox"/>	- <input type="checkbox"/>	1162237588 <input type="checkbox"/>
Change in Indebtedness during the <input type="checkbox"/> financial year <input type="checkbox"/>				
* Addition <input type="checkbox"/>	50000000 <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	50000000 <input type="checkbox"/>
* Reduction <input type="checkbox"/>	187123600 <input type="checkbox"/>	75000000 <input type="checkbox"/>	- <input type="checkbox"/>	262123600 <input type="checkbox"/>
Net Change <input type="checkbox"/>	(137123600) <input type="checkbox"/>	(75000000) <input type="checkbox"/>	- <input type="checkbox"/>	(212123600) <input type="checkbox"/>
Indebtedness at the end of the financial year <input type="checkbox"/>				
i) Principal Amount <input type="checkbox"/>	50028576 <input type="checkbox"/>	550100797 <input type="checkbox"/>	- <input type="checkbox"/>	600129373 <input type="checkbox"/>
ii) Interest due but not paid <input type="checkbox"/>	1595 <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	1595 <input type="checkbox"/>
iii) Interest accrued but not due <input type="checkbox"/>	22625753 <input type="checkbox"/>	396883034 <input type="checkbox"/>	- <input type="checkbox"/>	419508787 <input type="checkbox"/>
Total (i+ii+iii) <input type="checkbox"/>	72655924 <input type="checkbox"/>	946983831 <input type="checkbox"/>	- <input type="checkbox"/>	1019639755 <input type="checkbox"/>

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL- ☐

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: ☐

Sl. <input type="checkbox"/> No. <input type="checkbox"/>	Particulars of Remuneration <input type="checkbox"/>	Name of MD/WT/ Manager <input type="checkbox"/>			
		D.J.Bagchi <input type="checkbox"/> Manager <input type="checkbox"/>			
1 <input type="checkbox"/>	Gross salary <input type="checkbox"/>	(₹) <input type="checkbox"/>			
	(a) Salary as per provisions contained in <input type="checkbox"/> section 17(1) of the Income-tax Act, 1961 <input type="checkbox"/>	41,06,409 <input type="checkbox"/>			
	(b) Value of perquisites u/s 17(2) <input type="checkbox"/> Income-tax Act, 1961 <input type="checkbox"/>	1,07,342 <input type="checkbox"/>			
	(c) Profits in lieu of salary under section <input type="checkbox"/> 17(3) Income- tax Act, 1961 <input type="checkbox"/>				
2 <input type="checkbox"/>	Stock Option <input type="checkbox"/>	- <input type="checkbox"/>			
3 <input type="checkbox"/>	Sweat Equity <input type="checkbox"/>	- <input type="checkbox"/>			
4 <input type="checkbox"/>	Commission <input type="checkbox"/> - as % of profit <input type="checkbox"/> - others, specify... <input type="checkbox"/>	- <input type="checkbox"/>			
5 <input type="checkbox"/>	Others, please specify <input type="checkbox"/>	- <input type="checkbox"/>			
	Total (A) <input type="checkbox"/>	42,13,751 <input type="checkbox"/>			
<input type="checkbox"/>	Ceiling as per the Act				

- In terms of the provisions of Section 197 of the Companies Act, 2013, ("Act") the remuneration payable to the Managing Director/WTD/Manager shall not exceed 5% of the net profits of the Company calculated as per the Act. As per sub-section (3) of Section 197, notwithstanding anything contained in sub-sections (1) and (2), but subject to the provisions of Schedule V, if, in any financial year, a company has no profits or its profits are inadequate, the company shall not pay to its directors, including any managing or whole-time director or manager, by way of remuneration any sum exclusive of any fees payable to directors under sub-section (5) except in accordance with the provisions of Schedule V and if it is not able to comply with such provisions, with the previous approval of the Central Government.
- The remuneration paid to Shri D.J. Bagchi is well within the limits prescribed under the erstwhile Companies Act, 1956 read with the Schedule XIII of that Act, and the same is also authorized vide special resolution of the members of the Company passed at the 21st Annual General Meeting held on September 29, 2012.

B. REMUNERATION TO OTHER DIRECTORS

B1. REMUNERATION TO INDEPENDENT DIRECTORS

Sl. No.	Name of Independent Director	Fees for attending Board/Committee Meetings Total Amount (in ₹)	Total Amount (in ₹)
1	Shri Brijendra Sahay	90000	90000
2	Shri Ranoj Dasgupta*	90000	90000
3	Smt Anshu Roy**	-	-

* Resigned as independent director w.e.f. 01.04.2015

** Appointed w.e.f. 13.02.2015

B2. REMUNERATION TO OTHER NON-INDEPENDENT, NON-EXECUTIVE DIRECTORS

Sl. No.	Name of Independent Director	Fees for attending Board/Committee Meetings Total Amount (in ₹)	Total Amount (in ₹)
1	Shri Om Prakash Srivastava	60000	60000
2	Shri Seemanto Roy	40000	40000
3	Shri Joy Broto Roy*	10000	10000

* Resigned as director w.e.f. 16.03.2015

NOTE: The Directors of the Company are paid only the sitting fees of Rs.10,000 each for attending the Board/Committee meetings. The directors do not receive any other remuneration from the Company.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Shri D. J. Bagchi (CEO & CS)	Shri Vivek Kapoor (CFO)		
1	Gross salary	(₹)	(₹)		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	41,06,409	14,00,745		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1,07,342	50,341		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	—	—		
2	Stock Option	—	—		
3	Sweat Equity	—	—		
4	Commission - as % of profit - others, specify...	—	—		
5	Others, please specify	—	—		
	Total (A)	42,13,751	14,51,086		

Shri D.J.Bagchi is appointed as Manager and he also serves as CEO, and Company Secretary.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment			NONE		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NONE		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			NONE		
Compounding					

MANAGEMENT DISCUSSION & ANALYSIS REPORT

GLOBAL ECONOMIC PERSPECTIVE

Global growth is expected to be 2.8 percent in 2015, lower than anticipated in January. Growth is expected to pick up to 3.2 percent in 2016–17, broadly in line with previous forecasts. Developing economies are facing two transitions. First, the widely expected tightening of monetary conditions in the United States, along with monetary expansion by other major central banks, has contributed to broad-based appreciation in the U.S. dollar and is exerting downward pressure on capital flows to developing countries. Many developing-country currencies have weakened against the U.S. dollar, particularly those of countries with weak growth prospects or elevated vulnerabilities. In some countries, this trend has raised concerns about balance sheet exposures in the presence of sizeable dollar-denominated liabilities. Currency depreciations have been significantly less in trade-weighted terms, partly due to a weakening euro and yen, thus offering only modest prospects for competitiveness gains to boost exports. Second, despite some pickup in the first quarter of 2015, lower oil prices are having an increasingly pronounced impact. In oil-importing countries, the benefits to activity have so far been limited, although they are helping to reduce vulnerabilities. In oil-exporting countries, lower prices are sharply reducing activity and increasing fiscal, exchange rate, or inflationary pressures. Risks remain tilted to the downside, with some pre-existing risks receding but new ones emerging.

OVERVIEW OF THE INDIAN ECONOMY

The economy registered a growth of 5.5 per cent in the first half (H1) of the current financial year. This is distinctly higher than the growth recorded in H1 and second half (H2) of the previous year, 2013-14, and is also in tandem with the projection of the full year growth of 5.4 to 5.9 per cent made in the Economic Survey 2013-14 as well as is in line with the initial expectations of the Government of a gradual pick-up in growth. This is also close to the projections made by several international agencies viz. IMF, World Bank, ADB, etc. India is one of the few economies for which the IMF has raised the growth projections in their October Outlook vis-à-vis the updated outlook presented in July 2014.

Among the major sectors, agriculture and allied sectors expectedly registered a lower growth rate, while industry and services grew at higher rates in the first half of 2014-15 vis-à-vis the first half of 2013-14. The industrial sector presents a mixed picture. It is clear that the industrial sector could not sustain the momentum achieved in Q1. Manufacturing growth got dampened in Q2, mainly on account of contraction in capital goods and consumer non-durables. While consumer durables have been contracting for seven consecutive quarters from Q4 2012-13, capital goods continued the recent trend of volatility by moving from a double digit growth in Q1 to contraction in Q2.

The service sector contributes the most to the overall growth of GDP. However, it would be naïve to assume that growth in the services sector can continue on its own, irrespective of the performance in other sectors, especially manufacturing. The growth in the other important services sub-sector, 'financing,

real estate and business services', could not be meaningfully correlated with growth in the commodity producing sectors, suggesting that the sector has been growing almost at an auto-pilot mode in the recent years.

IMPORTANCE OF HOUSING AND HOUSING SHORTAGE

A demographic trend suggests that India is on the verge of large scale urbanisation over the next few decades. With more than one crore population getting added to urban areas, India's urban population is expected to reach about 81 crore by 2050. Housing, a basic need for humans, could play an important role in accommodating high urban growth in India. However, several structural issues such as high gestation period of housing projects, limited and expensive capital, spiralling land and construction cost, high fees and taxes, unfavorable development norms and low affordability by Economically Weaker Section (EWS) and Lower Income Group (LIG) households are bottlenecks restricting desired growth in housing stock in India with respect to housing demand. As per studies conducted by the Ministry of Rural Development and the Ministry of Housing and Urban Poverty Alleviation, it is estimated that almost a quarter of Indian households lack adequate housing facility. The central government acknowledges the importance of housing issue in the country and has launched a massive campaign that promises to provide housing to all its citizens by the year 2022. The vision would require development of about 11 crore houses with investments of over USD 2 trillion. Most of the housing development may need to be done for EWS/LIG households (in both rural and urban areas) whose income is less than INR 2 lakh per annum. It is the urban affordable housing that require the central and state governments' renewed focus, as this segment may require almost half of the total investments envisaged.

The government needs to accelerate the efforts to broad-base and significantly augment public-private-partnership programmes introduced in the past. In order to achieve this, several requisite policies and regulations promoting better coordination between housing stakeholders; delegation of power to urban local bodies; reduction in project gestation period; rationalisation of fees and taxes; a relook at development norms; empowerment of EWS/LIG households; and steps for reduction in project cost and schedule overruns need to be evaluated.

(Source: <https://www.kpmg.com/IN/en/IssuesAndInsights/ArticlesPublications/Documents/Decoding-Housing-for-all-2022.pdf>)

HOUSING INDUSTRY OUTLOOK

The housing sector in India remains on course with double digit growth, attributed mainly to a large population base, rising income levels and rapid urbanisation. It is the second-largest employment generating sector after agriculture, contributing about 5% to 6% to India's GDP share and capital formation. It is perceived as the third-most impactful industry in India in terms of its effects on other industries. It directly impacts over 250 ancillary industries such as cement, steel, transport, construction, paint, brick, building materials, and consumer durables. It is expected to soon overtake other industrial sectors in terms of

its GDP contribution. Even then the housing finance market remains relatively under-developed by global standards.

(Source: NHB Report on Trend and Progress of Housing in India 2013)

THE INDIAN HOUSING FINANCE MARKET

The Indian housing finance market is today among the more robust and vibrant segments of the Indian economy. The Indian housing finance market has developed only in the past three decades or so, as prior to the late 1980s there was virtually no housing finance market to speak of. In the past three decades, particularly the period post-1987 (i.e. after establishment of the National Housing Bank), the housing finance market in India has grown phenomenally, enjoying double digit year-on-year growth and achieving vibrancy in terms of a larger number of players and products to serve different segments of the market. During these years, the regulatory philosophies of the National Housing Bank and the Reserve Bank of India (the central bank of India and regulator of all banks operating in the country) have been constantly changing and evolving as per the needs of the sector and market environment, domestic and global.

The following institutions are providers of market-based housing finance solution, in one form or another:

Commercial Banks: are the largest mobilisers of savings with wider network coverage. Banks today are the major lenders to housing sector, accounting for nearly 67% of the market. As a result of concerted efforts by NHB, RBI and Central Government towards development of stable housing finance, Banks now have much larger housing loan portfolios and are quite bullish on this product segment.

Housing Finance Companies: are companies with principal objective of lending for housing finance. However, the noticeable aspect revealed is that there are only about 20 companies accounting for greater than 90% of total housing loans provided. The NHB operates as the principal agency for promoting, regulating and providing financial and other support to HFCs at local and regional levels, while banks and NBFCs are managed and regulated by the RBI. As on June 30, 2014, 59 companies have been granted certificates of registration by NHB to act as HFCs. With sharper focus on collections and recoveries, the quality of HFCs was maintained well.

Cooperative Banks: deploy funds from a common pool of resources to provide for various needs of its members. In Indian scenario, a lot of reluctance has been noticed by these cooperative banks to provide loans for housing finance. The major reason for this is the high risk and illiquidity in giving housing loans from common corpus.

Besides the above Regional Rural Banks, and Agricultural and Rural Development Banks have also been active and their share in housing finance is increasing.

(Source: Report on Trend and Progress of Housing in India 2014- NHB).

HOUSING FINANCE COMPANIES

The key success factors

The key factors for HFCs to succeed in the Indian housing finance industry include:

- Cost of funds
- Strong credit function
- Cost of operations
- Product features
- Brand recognition

Opportunities and Threats

Housing finance in India is growing rapidly. With the intervention of the banking sector and the emergence of more specialized financial institutions, the sector is attracting a wide range of customers ranging from individuals to corporations to groups. The composition of funds for the housing sector - a mix of short and medium-term funds, is a concern. Measures are being considered for channelling long-term pension and provident funds as well as external funds into the housing sector. A securitization market has also begun to operate, as a measure for better matching of assets and liabilities. The Government of India, Reserve Bank of India and the National Housing Bank have attached priority to the housing finance sector and continue their support to the sector through fiscal and regulatory measures. The burgeoning middle class, their increasing purchasing power, the changing demographics, and the increasing number of nuclear families coupled with a low delinquency rate have resulted in a low number of non-performing assets compared to other sectors. Further, this has enabled the sector to grow at a phenomenal rate and attracting many institutional players representing high volume.

The property prices have seen upward movement and the expected rise in interest rates due to inflationary pressures could impact the affordability of the average home loan borrower to a great extent. Nevertheless the housing finance sector is expected to continue to grow steadily backed by the continuing demand and supply gap in dwelling units, reducing age profile of borrowers, higher income levels, increasing proportion of double income households and easy and wider choice of financing options.

Housing being one of the low risk asset classes for financiers and hence scheduled commercial banks has become very aggressive in this segment, which are armed with well established vast network and accessibility to funds at relatively lower costs. The concern for the "stand alone housing finance Companies" will be the continuous availability of funds at a longer tenor with affordable rates. Reserve Bank of India has mandated the Banks to switch over to the system of "Base Rate", which is a welcome measure, will enhance transparency in lending rates, however may result in increase in cost of funds for the Housing Finance Industry. However still there is ample scope for the "Housing Finance Industry" to grow, due to huge demand and supply gap existing in housing segment and the consequent need for funding of purchases of shelter across all segments of the population.

Risks and Concerns

One general feature observed in many of the housing finance companies is lowering of interest spreads due to increase in cost of funding and competitive rates to be offered on housing loans due to stiff competition from scheduled commercial banks. Upward trend witnessed in property prices and the expected rise in interest rates will impact the affordability of vast number of end users.

Risk Management

Risks include credit risk, liquidity risk, and interest rate risk, operational risk market risk. The credit risks are minimized by having established credit appraisal system in place, prescribing exposure limits, periodic review of the portfolio. The Company operates in the mid segment and a substantial majority of borrowers are in the salary group. The Company employs checks, field verification, stringent legal and technical due diligence etc. which have helped to reduce incremental delinquencies. The operational risks are minimized by strengthening the internal control procedures and addressing the deficiencies reported by the internal auditors. Liquidity risk and interest rate risk arising out of maturity mismatch of assets and liabilities are managed through regular monitoring of the maturity profiles, and yield management by way of risk, return, and portfolio management. The company proposes to manage the increased risk through available methods of portfolio churning by the RMBS/loan asset sale / assignment route as well as rate SWAP arrangements when probable with Banks/Institutions.

Product Portfolio:

Individual Housing Loans (HL)□	This is the primary home loan product available to all Indian nationals / NRIs (selectively), to acquire/construct a house any where in India within the jurisdiction of SHCL's Branches/satellite offices.
Home Improvement Loans (HIL) □	This loan is extended to help the borrower meet his requirement of improvement/ renovation of the existing house.
Home Extension Loan (HEL)□	This loan is given to enable the individual to expand the home/construct □ additional space to meet the growing requirements of the family.
Land Loans (LL)□	Strictly for non-agriculture land situated within approved layouts of Municipal/ Development Authority limits.□ In other words Land Loans can be sanctioned only in case of Plots allotted by Development Authorities and Housing Board specifically for the construction □ of houses/flats (residential purpose) within Municipal limits.
Home Loan Plus (HLP)□	Existing Borrowers with good repayment track record are eligible to apply for this loan.□ Seasoning period of 6 months from the last/full disbursement of the existing loan.
Mortgage Loans (ML)□	This loan is extended to those who own residential property with fixed sources of income and are looking for finances to meet immediate requirements like children's education, marriage, medical treatment etc.
Non Residential Property Loans (NRPL)□	All professionals like practising Medicos, CA/ICWA/CS, Architect, Consulting Engineer, Solicitors may be considered for this loan for acquiring/constructing their Office premises, clinic etc.
Home Loan Enhancement (HLE)□	In the case of existing good borrowers whose repayment track record is consistent and regular, can enhance existing loan for extension or renovation or repairs of the property.
Loan Take Over/Balance Transfer (BT)□	Existing home loan takeover from HFCs/Banks.□ Existing mortgage loan takeover from HFCs/Banks.□ Existing non residential premises loan takeover from HFCs/Banks.

Risk Management Committee

The Company has formed an Asset Liability Committee (ALCO) which meets at periodic interval to review its approvals and controls to the various risks faced. The ALCO reviews the process of implementation of various risk management techniques, system policies, procedure and evaluates as well as advises for changes required in relation to the business environment.

Segment Reporting

Accounting Standard 17 regarding Segment-wise Reporting does not apply to your Company since revenues are derived from only one segment i.e. housing finance activity.

Marketing and Selling Arrangements

The Company has a strong marketing team, which has taken steps to serve the customers at their door step which includes appointing Home Loan Agents, Direct Selling Agents and Home Loan Counsellors. The Company also caters to walk-in customers among others.

Loan Products

SHCL's major focus has been to provide home loans to individuals and families for purchase, construction, extension, repair and renovation of houses. The Company has also developed loan products for the families in the self-employed category where formal income proofs are not easily available and the repayment capacity of such families are appraised based on their cash flows.

Credit Evaluation

The Company has in place an effective credit appraisal mechanisms aimed at providing your Company a significant competitive advantage. Through a combination of financial documents based assessment and personal interview, the assessment system is customised to capture the credit worthiness of applicants from different segments – the salaried class, self employed, practicing professionals or those engaged in the informal sector.

Spread on Loans

The weighted average rate of lending during the year was 11.89 per cent p.a. as compared to 12.32 per cent p.a. in the previous year. The average all-inclusive cost of funds was 8.12 per cent p.a. as compared to 9.21 per cent p.a. in the previous year. The spread on loans over the cost of borrowings for the year was 3.77 per cent p.a. as against 3.11 per cent p.a. in the previous year.

New Segments

The Company has been continuously analysing the housing needs and credit profile of under served market segments. Method of gaining a deeper understanding of these market segments are under review and would enable us to enlarge our customer base.

Business Strategy

To be a prominent Corporate Citizen in promoting housing activities through customer friendly home finance schemes within a service oriented atmosphere. To consolidate and grow in a competitive environment reflecting the ethical standard of a good corporate citizen.

Financial and Operational Performance

The same has been covered in the section Directors Report forming part of this Annual Report.

Human Resources

The Company has dedicated staff strength of 45 persons as on March 31, 2015. The manpower requirement of the offices of the Company is assessed and recruitment is conducted accordingly. Personal skills of employees are fine tuned and knowledge is enhanced by providing them internal and external training, keeping in views the market requirement from time to time. Outstanding performers are rewarded by elevation to the higher cadre.

Loan asset per employee of the Company as at March 31, 2015 was Rs. 305.15 lacs.

Business Outlook

Going ahead, your Company intends to grow its loan book, income and profits by deepening reach in existing regions, continuing its key focus on under-penetrated markets and segments, accessing low cost and diversified fund sources, optimising operating costs and efficiency through process changes, mobilising debt at attractive rates, transmitting cost efficiency and remaining competitive in pricing of products, improving recovery ratio and containing NPAs, leveraging technology to positively impact the working and customer experience.

Conclusion with Caution

Statements in this report, describing the company's objectives, estimations, projections, expectations are "forward looking statements" based on the management's current expectations and beliefs concerning future developments and their potential effect upon the Company. Several factors could make significant difference to the company's operations. These include economic conditions affecting demand and supply, Government regulations and taxation, natural calamities, etc. over which the company does not have any direct control. SHCL assumes no responsibility in case the actual results differ materially due to change in internal or external factors.

CORPORATE GOVERNANCE REPORT

1. CORPORATE GOVERNANCE

Corporate Governance is the interaction of the Management, Members and the Board of Directors to help ensure that all stake holders are protected against managers acting solely in their own best interest. Governance process has to ensure that the societal measures employed by the Company are utilized in a manner that meets with the stakeholders' aspirations and societal expectations. Corporate Governance consists of laws, policies, procedures and, most importantly, practices that ensure the well being of the assets of the Company. Corporate Governance is at its highest levels when Management is acting as if they are long-term investors in the Company. The aim is to align as nearly as possible the interests of individuals, corporations and society.

Sahara Housingfinas Corporation Limited is committed to sound corporate governance practice in the way it conducts its business and deals with its stakeholders. The Company believes in working towards building trust with shareholders, employees, customers, suppliers, and other stakeholders based on the principles of good corporate governance, viz., integrity, equity, transparency, fairness, disclosure, accountability and commitment to values.

Composition of the Board

On March 31, 2015 the Company's Board of Directors consisted of 5 (five) members, including a woman director, appointed as an Additional Director during the financial year 2014-15. All the Directors of the Company are Non-executive Directors and more than half of them are Independent Directors. The composition of the Board satisfies the requirements of Clause 49(II) A of the Listing Agreement.

All the directors on the Board except the independent directors as on March 31, 2015 are liable to retire by rotation. Of the retiring directors at least one third retires every year and if eligible, qualify for re-appointment. In terms of the Article of Association of the company, the strength of the Board shall not be less than 3 (three) and more than 12 (twelve). The Independent Directors have confirmed that they satisfy the criteria of independence as prescribed under Clause 49 of the Listing Agreement and Companies Act, 2013.

Board Composition As On March 31, 2015

Category	No. of Directors	Percentage to total no. of Directors
Executive Directors	Nil	Nil
Non- Executive Non- Independent Directors	2	40
Independent Directors	3	60

* Shri Ranaj Dasgupta, Independent Director has resigned w.e.f. 01.04.2015

Note: Brief profile of the Directors is highlighted elsewhere in the Annual Report.

INFORMATION SUPPLIED TO THE BOARD

The Board of Directors is presented with detailed notes along with the agenda papers well in advance of the meeting. The Board also reviews compliance reports prepared by the Company regarding all laws applicable to the Company, as well as steps taken to rectify instances of non-compliances, if any.

Important operational matters are brought to the notice of the Board at its meetings held from time to time. Departmental heads attend the Board Meetings in case required to provide inputs and explain any queries pertaining to their respective areas of operations to enable the Board to take informed decisions.

Information Related To Other Directorships/Committee Memberships/ Chairmanships In Other Companies reckoned in line with Clause 49 of the Listing Agreement

Name of the Directors and their DIN	Category	No. of Other Directorship(s)*	No. of Other Committee Memberships/Chairmanships In Public Companies Excluding SHCL**	
			Chairmanship	Membership
Shri Om Prakash Srivastava (00144000)	NED	08	NIL	04
Shri Seemanto Roy (00183666)	NED	09	NIL	01
Shri Brijendra Sahay (00017600)	NED (I)	03	NIL	03
Smt Anshu Roy (05257404) #	NED (I)	NIL	NIL	NIL
Shri Joy Broto Roy (00432043) # #	NED	_	_	_
Shri Ranaj Dasgupta (00216165) # # #	NED (I)	_	_	_

NED- Non-Executive Director/ NED (I) - Non-Executive Director (Independent)



* ☐ Excludes Directorship in Indian Private Limited Companies (other than Private Ltd Companies that are subsidiaries of Public Ltd Companies), Foreign Companies, Companies under Section 8 of the Companies Act, 2013, and Alternate Directorships, if any.

** ☐ Represents Membership / Chairmanship of Audit Committee and Stakeholders Relationship Committee of Public Companies (listed or unlisted) as prescribed under Clause 49 of the Listing Agreement.

Appointed as an Additional Director (Independent Director) w.e.f. February 13, 2015.

Resigned as a Director w.e.f. March 16, 2015.

Resigned as an Independent Director w.e.f. April 01, 2015.

Note:

i. ☐ Other Directorships and Committee Memberships of Directors are as on March 31, 2015.

ii. ☐ None of the directors hold any equity shares in the Company.

NUMBER OF BOARD MEETINGS

The Board met five times during the year on May 29, 2014, August 13, 2014, September 29, 2014, November 13, 2014, and February 13, 2015.

ATTENDANCE AT THE BOARD MEETINGS AND AT ANNUAL GENERAL MEETING (AGM) DURING THE FINANCIAL YEAR 2014-2015

Name of Director	No. of Board Meeting Attended (Total Meetings Held : 5)	Whether Attended Last AGM
Shri Om Prakash Srivastava	3	No
Shri Joy Broto Roy	1	No
Shri Seemanto Roy	4	No
Shri Brijendra Sahay	5	Yes
Shri Ranoj Dasgupta	5	Yes

DIRECTORS WITH MATERIALLY PECUNIARY OR BUSINESS RELATIONSHIP WITH THE COMPANY

As mandated by Clause 49, the Independent Directors on the Company's Board:

- ☐ Apart from receiving Director's remuneration, do not have any material pecuniary relationships or transactions with the Company, its promoters, its Directors, its senior management, its subsidiaries and associates which may affect independence of the Director.
- ☐ Are not related to promoters or persons occupying management positions at the Board level or at one level below the Board.
- ☐ Have not been an executive of the Company in the immediately preceding three financial years.
- ☐ Are not partners or executives or were not partners or executives during the preceding three years of the:
 - ☐ Statutory audit firm or the internal audit firm that is associated with the Company.

☐ Legal firm(s) and consulting firm(s) that have a material association with the Company.

- ☐ Are not material suppliers, service providers or customers or lessors or lessees of the Company, which may affect independence of the Director.
- ☐ Are not substantial shareholders of the Company i.e. do not own two percent or more of the block of voting shares.

Details of transactions of a material nature, if any, with related parties as specified in Accounting Standard (AS) 18 issued by the Institute of Chartered Accountants of India are disclosed in the Notes to the financial statements for the year 2014-15. There has been no transaction of a material nature with any of the related parties which was in conflict with the interests of the Company. There has been no material pecuniary relationship or transaction between the Company and its Directors during the year.

REMUNERATION TO DIRECTORS

Directors do not receive any remuneration except the sitting fees for the meetings of the Board and Committee meetings attended by them. The Company did not advance any loans to any of its directors in the year under review.

Details of sitting fees paid during 2014-15

Name of Directors	Sitting Fees paid for		Total (₹)
	Board Meeting (₹)	Audit Committee (₹)	
Shri Om Prakash Srivastava	30,000	30,000	60,000
Shri Joy Broto Roy	10,000	-	10,000
Shri Seemanto Roy	40,000	-	40,000
Shri Brijendra Sahay	50,000	40,000	90,000
Shri Ranoj Dasgupta	50,000	40,000	90,000

Note: Sitting fees of ₹ 10,000/- are paid for each Board and Audit Committee Meeting held during the year. No sitting fee is paid for Stakeholders' Relationship Committee meetings.

COMMITTEE OF THE BOARD

AUDIT COMMITTEE:

During the financial year, the Committee meetings were held on May 29, 2014, August 13, 2014, November 13, 2014, and February 13, 2015. The composition of the Committee is as per the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement with the Stock Exchange.

The Audit Committee Meetings are attended by the Directors, Chief Executive Officer, representatives of the Statutory Auditors and representatives of the Internal Auditors. The departmental heads are invited to the meetings, as and when required. The Company Secretary acts as Secretary of the Audit Committee.

Composition of the Audit Committee as on March 31, 2015 and Particulars of Meetings attended by the members of the Audit Committee:

Names of the Committee Members	Category	Meeting details during 2014-15			Whether Attended Last AGM (Y/N)
		Held	Attended	%	
Shri Brijendra Sahay	NED (I) (Chairman)	4	4	100	Y
Shri Om Prakash Srivastava	NED	4	3	75	N
Shri Ranoj Dasgupta#	NED (I)	4	4	100	Y
Smt Anshu Roy##	NED (I)	Not applicable##			

NED (I): Non-executive and Independent Director /NED : Non-executive Director.

Resigned as an Independent Director w.e.f. April 1, 2015 and consequently ceased to be a member of the Audit Committee from that date.

Appointed as an Additional Director (Independent) w.e.f. February 13, 2015.

Terms of reference

The Audit Committee is empowered, pursuant to its terms of reference, inter alia, to:

- ☐ Oversee the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- ☐ Recommend to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- ☐ Approve the payment to statutory auditors for any other services rendered by the statutory auditors.
- ☐ Review, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - a. ☐ Matters required to be included in the Director's Responsibility Statement to be included in the Board's report.
 - b. ☐ Changes, if any, in accounting policies and practices and reasons for the same
 - c. ☐ Major accounting entries involving estimates based on the exercise of judgment by management
 - d. ☐ Significant adjustments made in the financial statements arising out of audit findings
 - e. ☐ Compliance with listing and other legal requirements relating to financial statements
 - f. ☐ Qualifications in the draft audit report.
- ☐ Review, with the management, the quarterly financial statements before submission to the Board for approval.
- ☐ Review, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board.
- ☐ Review, with the management, performance of statutory and internal auditors, and monitor auditor's independence

and performance and effectiveness of the audit process and adequacy of the internal control systems.

- ☐ Review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- ☐ Review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- ☐ Discuss with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- ☐ To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- ☐ To approve the appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
- ☐ To consider, suggest, modification and or recommend/approve, the related party transactions of the Company.
- ☐ To scrutinise inter- corporate loans and investments.
- ☐ To consider valuation of assets or undertaking of the Company wherever required.
- ☐ To evaluate internal financial controls and risk management systems.
- ☐ To review and formulate the scope, functioning, periodicity, methodology for conducting the internal audit, in consultation with the Internal Auditor and to discuss with the internal auditors any significant findings and follow-up there on.
- ☐ To have the authority to investigate into any matter as included in its terms of reference or referred to it by the Board and for this purpose the Audit Committee to have power to obtain professional advice from external sources and have full access to information contained in the records of the Company.
- ☐ To review the Company's Vigil Mechanism as defined under the Whistle Blower Policy of the Company with regard to the process/procedure prescribed for its employees and directors to raise concerns, in confidence, about possible wrongdoing in financial reporting, accounting, auditing or other related matters.
- ☐ Any other function as may be stipulated by the Companies Act, 2013, SEBI, Stock Exchanges or any other regulatory authorities from time to time.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee of the Board (earlier known as 'Shareholders' / Investor Grievance Committee') is

empowered to oversee redressal of shareholder and investor grievances, and, inter alia, has the authority to approve sub-division / consolidation / issue of duplicate share certificates, transmission of shares and issue & allotment of shares upon exercise of Options, if any, under the Company's Employee Stock Option Schemes.

Composition

The Committee was renamed from "Shareholders'/Investors Grievance Committee" to "Stakeholders' Relationship Committee" and reconstituted by the Board of Directors at its meeting held on May 29, 2014.

The Stakeholders Relationship Committee as on March 31, 2015 comprises of Shri Brijendra Sahay, Independent Director as the Chairman of the Committee, and Smt Anshu Roy Independent Director. Shri Ranaj Dasgupta, Independent Director, who was a member of the Committee during the financial year 2014-15 ceased to be a member of the Committee w.e.f. April 1, 2015 consequent to his resignation as an Independent Director from the Board of Directors of the Company.

Terms of Reference

The terms of reference of the Stakeholders Relationship Committee are as follows:-

- ☐ To redress the complaints of the shareholders and investors, related to transfer and transmission of securities, non-receipt of annual reports, dividends and other securities related matters.
- ☐ To review the requests / complaints received by the Registrar and Share Transfer Agent from the Shareholders relating to transfer, transmission, consolidation, replacement of share certificates, issue of duplicate certificates and dematerialisation of securities certificates.
- ☐ To review the certificates and reports submitted by the Company to the Stock Exchanges under the Listing Agreement / SEBI Regulations.
- ☐ To observe the quarterly status of the number of shares in physical as well as dematerialized form.
- ☐ To review the periodicity and effectiveness of the share transfer process, statutory certifications, depository related issues and activities of the Registrar and Share Transfer Agent.
- ☐ To monitor and resolve/redress the grievances of Security Holders i.e. Shareholders, Fixed Depositors or Debenture Holders or Commercial Paper Investors or any other Investors of the security/ies issued by the Company.
- ☐ To recommend measures for overall improvement in the quality of investors services.
- ☐ Any other function as may be stipulated by the Companies Act, 2013, SEBI, Stock Exchanges or any other regulatory authorities from time to time. Any other function as may be stipulated by the Companies Act, 2013, SEBI, Stock Exchanges or any other regulatory authorities from time to time.

Meetings and Attendance

During the financial year ended 31st March, 2015, the Committee met six (6) times as per details hereunder

Date of the Meeting □	Attendance□		
	Shri□ Brijendra□ Sahay□	Shri □ Ranoj□ Dasgupta #□	Ms □ Anshu□ Roy ##□
June 30, 2014□	Yes□	Yes□	
August 13, 2014□	Yes□	Yes□	
September 29, 2014□	Yes□	Yes□	
December 30, 2014□	Yes□	Yes□	
February 16, 2015□	Yes□	Yes□	No□
March 31, 2015□	Yes□	Yes□	No

Resigned as an Independent Director w.e.f. April 1, 2015 and consequently ceased to be a member of the Committee from that date.

Appointed as a member of the Committee w.e.f. 13.02.2015.

The Company Secretary of the Company acts as the Compliance Officer. Name, designation and address of Compliance Officer is as under:

Shri D. J. BAGCHI

CHIEF EXECUTIVE OFFICER & COMPANY SECRETARY
SAHARA HOUSINGFINA CORPORATION LTD.

1ST FLOOR, SAHARA INDIA SADAN

2A, SHAKESPEARE SARANI,

KOLKATA- 700 071

PH: 033- 2282-9067/ 0811 FAX: 033 – 2282 9271

Email: info.saharahousingfina@gmail.com

DETAILS OF COMPLAINTS/GRIEVANCES DURING 2014-15

The complaints from its shareholders relating to non receipt of share transfer certificates, non receipt of annual report etc. received during the year were redressed to the satisfaction of the concerned shareholders. As at end of financial year ending March 31, 2015, there were no such pending / unresolved complaints.

NOMINATION AND REMUNERATION COMMITTEE

Terms of reference

The terms of reference of the Nomination and Remuneration Committee as defined by the Board of Directors of the Company are as follows:-

- To recommend the annual remuneration and periodic increments payable to the Executive Director(s) which is □ required to be further approved by the Board.
- To recommend to the Board the appointment/ reappointment of the Executive/Non-Executive Directors, the induction □ of Board members into various committees.
- To formulate criteria for evaluation and evaluate the performance of every director including the Independent Directors.
- To devise a policy on Board Diversity of the Company.
- To ensure that the overall remuneration payable to the Directors does not exceed the limits prescribed by the Companies Act and is within the limits approved by the shareholders.
- Any other function as may be stipulated by the Companies Act , 2013, SEBI, Stock Exchanges or any other regulatory authorities from time to time.

Composition

The Committee was renamed from “Remuneration Committee” to “Nomination and Remuneration Committee” and reconstituted by the Board of Directors at its meeting held on May 29, 2014 and November 13, 2014 to comply with the requirements of the provisions of the Companies Act, 2013 and revised Listing Agreement which came into effect from October 1, 2014.

As on March 31, 2015, the Committee comprised of three (3) Independent Directors, and one (1) Non-independent, Non-executive Director. The Chairman of the Committee is an Independent Director.

The composition of the Nomination and Remuneration Committee as on March 31, 2015:

Director□	Designation□	Attendance□	
		29.05.2014□	13.02.2015□
Shri Brijendra Sahay□	Chairman (Independent Director)□	Yes□	Yes□
Shri Ranoj Dasgupta ¹ □	Member (Independent Director)□	Yes□	Yes□
Shri O.P.Srivastava ² □	Member (Non- Independent Director)□	N/A□	Yes□
Smt Anshu Roy ³ □	Member (Independent Director)□	N/A□	N/A

¹ □ Resigned as an Independent Director w.e.f. April 1, 2015 and consequently ceased to be a member of the Committee from that date.

² □ Appointed w.e.f. 13.11.2014.

³ □ Appointed as a member of the Committee w.e.f. 13.02.2015.

REMUNERATION POLICY

The Company has formulated a Nomination (including Board Diversity), Remuneration and Evaluation policy as per the provisions of Companies Act, 2013 and Clause 49 of the Listing Agreement which, inter-alia, lays down the criteria for identifying the persons who are qualified to be appointed as Directors and such persons who may be appointed as Senior Management Personnel of the Company and also lays down the criteria for determining the remuneration of the Directors, Key Managerial Personnel (KMP) and other employees.

The said policy of the Company, inter-alia, provides for the following attributes for appointment and components of remuneration for the Directors, Key Managerial Personnel (KMP) and employees of the Company and the evaluation process:

Appointment criteria, remuneration terms and evaluation of the Non-Executive Director(s)/ Independent Director(s):

The Nomination, Remuneration and Evaluation policy of the Company aims at promoting diversity on the Board and recommends that the Board shall at all times represents an optimum combination of Executive and Non-Executive Directors as well as Independent Directors with at least one woman Director and not less than fifty percent of the Board comprising of Independent Directors. The selection of candidate(s) for the directorship shall be based on factors like educational and professional background, personal achievements, experience, skills, etc. The appointment of Independent Directors shall be made in accordance with the provisions of Companies Act, 2013 and Clause 49(II)(B) of the Listing Agreement.

Independent directors and non-independent non-executive directors may be paid sitting fees (for attending the meetings of the Board and of committees of which they may be members) and commission within regulatory limits. Within the parameters prescribed by law, the payment of sitting fees and commission will be recommended by the NRC and approved by the Board. Overall remuneration (sitting fees and commission) should be reasonable and sufficient to attract, retain and motivate directors aligned to the requirements of the Company (taking into consideration the challenges faced by the Company and its future growth imperatives). Overall remuneration should be reflective of size of the Company, complexity of the sector/ industry/ company's operations and the company's capacity to pay the remuneration. Overall remuneration practices should be consistent with recognised best practices. Quantum of sitting fees may be subject to review on a periodic basis, as required. The aggregate commission payable to all the non-executive directors and independent directors will be recommended by the Nomination and Remuneration Committee to the Board based on company performance, profits, return to investors, shareholder value creation and any other significant qualitative parameters as may be decided by the Board. The Nomination and Remuneration Committee shall recommend to the Board

the quantum of commission for each director based upon the outcome of the evaluation process which is driven by various factors including attendance and time spent in the Board and committee meetings, individual contributions at the meetings and contributions made by directors other than in meetings. In addition to the sitting fees and commission, the Company may pay to any director such fair and reasonable expenditure, as may have been incurred by the director while performing his/her role as a director of the Company. This could include reasonable expenditure incurred by the director for attending Board/ Board committee meetings, general meetings, court convened meetings, meetings with shareholders/ creditors/ management, site visits, induction and training (organised by the company for directors) and in obtaining professional advice from independent advisors in the furtherance of his/ her duties as a director.

Appointment criteria, remuneration terms and evaluation of the Executive Director/Whole Time Director, Senior Management Personnel and other employees:

The Executive Director/ Whole Time Director shall be appointed as per the applicable provisions of Companies Act, 2013 and rules made there under. The proposed appointee shall be assessed against a range of personal attributes and criteria which includes but not limited to qualifications, skills, industry experience, background, etc.

The remuneration payable to the Executive Director/ Whole Time Director shall carry a balance between fixed and incentive pay based on the performance objectives in relation to the operations of the Company. The Compensation payable to Executive Director/Whole Time Director shall be competitive and shall be commensurate to the individual's role, responsibility and experience in relation to performance of business of the Company. The total managerial remuneration payable by the Company to Executive Director/ Whole Time Director shall be within the limits prescribed under the Companies Act, 2013.

The Executive Director/ Whole Time Director shall be evaluated/ re-appointed on the basis of his present performance (financial/ non-financial) and his achievements against various key performance parameters as defined by the Board of Directors of the Company. The performance evaluation of the Executive Director/Whole Time Director shall be carried out by the Nomination and Remuneration Committee, the Independent Directors in a separate meeting, and by the Board of the Company.

The Company shall appoint KMP i.e. Managing Director/Whole Time Director, Chief Executive Officer, Chief Financial Officer, Company Secretary of the Company as per the provisions of Section 203 of the Companies Act, 2013. For the appointment of employees, the criterias such as qualifications, skills, regional and industry experience, background, personal attributes and other qualities required to operate successfully in the respective position and the extent to which the appointee is likely to

contribute to the overall effectiveness of the organisation, work constructively with the existing team and enhance the efficiencies of the Company, shall be considered.

The remuneration for the Chief Executive Officer, Chief Financial Officer and Company Secretary at the time of the appointment shall be approved by the Nomination and Remuneration Committee and any subsequent increments shall be approved as per the HR policy of the Company and shall be placed before the Board. The remuneration of the employees shall be determined, considering key factors like;

- (i) ☐ The remuneration should be reasonable and sufficient to attract, retain and motivate employees and should be in line with the industry practice.
- (ii) ☐ Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- (iii) ☐ Remuneration shall involve a balance between fixed and incentive pay reflecting short and longterm performance objectives appropriate to the working of the Company and its goals.

The performance of the employees shall be evaluated on annual basis as per Company's and individual employees' performance and contribution to the overall goals / objectives of the Company.

Evaluation Process

In terms of the applicable provisions of the Companies Act, 2013 & Clause 49 of the Listing Agreement, the Nomination and Remuneration Committee has laid down the criteria for evaluation/assessment of the Directors (including the Independent Directors) of the Company and the Board as a whole. The Committee also carried out the evaluation of the performance of each Director of the Company.

In accordance with the provisions of Schedule IV of the Companies Act, 2013 and Clause 49 of the Listing Agreement, a separate meeting of the Independent Directors without the attendance of Non- Independent Directors and the members of the Management was held on February 13, 2015 to, inter-alia, review the performance of the Non-Executive Directors and the Board as a whole. The Independent Directors in the said meeting also assessed the quality, quantity and timelines of flow of information between the Company Management and the Board based on various components viz. relevant and adequate information being provided, circulation of agenda and related notes in advance, regular information/updates, etc. Shri Brijendra Sahay acted as the Lead Independent Director.

Pursuant to the report/feedback on the evaluation as carried out by the Nomination and Remuneration Committee and the Independent Directors in a separate meeting, the Board conducted formal annual evaluation of its own performance, its Committees and the individual directors in its meeting held on May 29, 2015. Based on the said evaluation, the Nomination

and Remuneration Committee made recommendations for the appointment/ re-appointment of the Directors.

Criteria for evaluation of Board and its Committees

The evaluation of the Board and its committees were based on the criteria, inter-alia, covering various assessment parameters like structure and composition, frequency & duration of meetings, its processes and procedures, effectiveness of the Board/ committees, its financial reporting process including internal controls, review of compliances under various regulations, adequate discharge of responsibilities entrusted under various regulations and/ or terms of reference of the Committees etc.

Criteria for evaluation of Individual Directors

The criteria for evaluation of performance of the individual Directors included various parameters viz. attendance & participation during the meetings, their active contribution & independent judgment, cohesiveness, discussions/ deliberations on important matters, understanding of the Company, etc.

Details of remuneration including commission and other payments to the Directors

Directors - Executive

Presently, all the Directors on the Board are non-executive Directors.

Directors – Non-executive

Presently, the non-executive Directors in the Company are only paid sitting fee of ₹ 10000 each for attending the Board and Audit Committee meetings of the Company. The total amounts of sitting fee paid to the Directors have been disclosed elsewhere in the report.

RISK MANAGEMENT COMMITTEE

In terms of Clause 49 of the Listing Agreement, the Company constituted a Risk Management Committee on July 24, 2014. The terms of reference of the Risk Management Committee includes the following:

- ☐ To review and monitor the Risk Management Policies and Procedures;
- ☐ To ensure that the Credit Exposure of the Company to any single/group borrowers does not exceed, the internally set limits and the prescribed exposure ceilings by the Regulator;
- ☐ To review the Risk Monitoring System;
- ☐ To review and verify adherence to various risk parameters set-up for various operations/Functions;
- ☐ To undertake such other function as may be mandated by the Board or stipulated by the Companies Act, 2013, SEBI, Stock Exchanges or any other regulatory authorities from time to time.

Date of the Meeting and Attendance

Date of the Meeting	Shri O.P. Srivastava (Chairman)	Shri Seemanto Roy (Member)	Shri Brijendra Sahay (Member)	Shri D.J. Bagchi (CEO)	Shri Vivek Kapoor (CFO)
13.02.2015	Yes	Yes	Yes	Yes	Yes

DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES, AND STRICTURES IMPOSED ON THE COMPANY BY STOCK EXCHANGE OR SEBI OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS.

The Company has complied with all the requirements of the Listing Agreements as well as the regulations and guidelines of SEBI and there has been no non-compliance of any legal requirements or strictures imposed by any Stock Exchanges, SEBI or Regional Director, Company law Board, National Housing Bank (NHB) over the last three years for the year ended March 31, 2015. A comprehensive report of all such compliances is placed quarterly before the Board for its review. No penalty or strictures were imposed on the Company by Stock Exchange, SEBI, or any other statutory authority on any matter related to capital market since last three years.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

As per Clause 49 of the Listing Agreement, the Auditors' certificate on Corporate Governance is included elsewhere in the Annual Report.

DISCLOSURES

i. Materially significant related party transactions

There were no materially significant related party transactions i.e. transactions of material nature, with its promoters, directors or senior management or their relatives etc. that may have potential conflict with the interest of Company at large. Transactions with related parties during the financial year were mainly in the ordinary course of business on arm's length basis and as per the requirements of Accounting Standard 18 are disclosed at Note No. 34 of the Notes forming part of the Accounts in the Annual Report annexed herewith.

The Company has in place a Board approved Related Party Transaction Policy which defines the materiality of related party transactions and lays down the procedures of dealing with Related Party Transactions. The Related Party Transaction Policy has been uploaded on the Company's website and is available at URL: <http://www.saharahousingfina.com/annualreport/related-party-transaction-policy.pdf>

ii. Details of non-compliance by the company, penalties, and strictures imposed on the company by stock exchange or sebi or any statutory authority, on any

matter related to capital markets, during the last three years.

The Company has complied with all the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets. No penalties or strictures have been imposed on the Company by the Stock Exchange(s), SEBI or other statutory authorities relating to the above during the last three years.

iii. Whistle Blower policy

The Company has adopted a Whistle Blower Policy, which aims to provide a mechanism to the employees and directors of the Company to report to the management instances of unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. This mechanism also provides for adequate safeguards against victimization of employees who avail the mechanism and provides for direct access to the Chairperson of the Audit Committee in exceptional cases. There were no instances of reporting under the Whistle Blower Policy. No personnel has been denied access to the Chairman of the Audit Committee.

The Related Party Transaction Policy has been uploaded on the Company's website and is available at URL: <http://www.saharahousingfina.com/wbp.html>

iv. Details of compliance and adoption of non-mandatory requirements

During the financial year 2014-15, the Company has complied with all mandatory requirements of Clause 49 of the Listing agreement with the Stock Exchanges and compliance with the non-mandatory requirements of this Clause has been detailed hereunder:

1. The Board

The Chairman of the Board is elected at the respective Board Meetings among the Directors present. The Company has no executive directors on its Board.

2. Shareholder's Rights

The quarterly, half-yearly and annual financial results of the Company are published in leading newspapers and are communicated to the Stock Exchanges, as per the provisions of the Listing Agreement and uploaded on the Company's website.

3. ☐ **Audit Qualification** ☐

During the year under review, there was no audit qualification in the Auditors' Report on the Company's financial statements.

4. ☐ **Separate posts of Chairman and CEO** ☐

The Company has appointed a separate person as Chief Executive Officer of the Company.

5. ☐ **Reporting of Internal Auditor** ☐

The Company has an adequate internal audit system in place whereby the Internal Audit is conducted by the Internal Auditor and reports are submitted on a periodic basis. The audit function maintains its independence and objectivity while carrying out its assignments.

Other Disclosures

1. ☐ **Reconciliation of share capital audit** ☐

A qualified practicing Company Secretary carries out the audit of the Company on quarterly basis to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services India Limited (CDSL) and the total issued and listed capital. The report of such audit is submitted to the Stock Exchange periodically.

2. ☐ **Familiarisation Programme** ☐

In accordance with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges and the provisions of Companies Act 2013, the Company familiarizes the Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, its business operations and model etc. The familiarization programme of the Company is uploaded on the Company's website and is available at URL: www.saharahousingfina.com/id.html

3. ☐ **Code of Conduct for Prevention of Insider Trading Practices** ☐

In compliance with the SEBI regulation on prevention of insider trading, the Company has in place a comprehensive Code of Conduct for its Directors and Senior Management Officers. The Code contains guidelines which advise them on procedures to be followed, disclosures to be made, closure of Trading Window and cautioning them of the consequences of violation of the Code. The Company Secretary has been appointed as the Compliance Officer and is responsible for adherence to the Code. This Code has been uploaded on the Company's website and is available at URL: <http://www.saharahousingfina.com/itc.html>

4. ☐ **Code of conduct for the Board of Directors & Senior Management Personnel** ☐

In compliance with the Clause 49 (II) (E) of the Listing

Agreement with the Stock Exchanges, the Board of Directors of the Company has laid down a Code of Conduct for all the Board Members and Senior Management Personnel of the Company. ☐

The Code of Conduct and Ethics relating to matters concerning Board members and Senior Management Officers and their duties and responsibilities has been meticulously followed. All Directors and Senior Management Officers have affirmed compliance of the provisions of the Code during the year 2014-15. A declaration to this effect signed by the CEO is attached to this report. The Code of Conduct is posted on the Company's website www.saharahousingfina.com.

5. ☐ **CEO/CFO Certification** ☐

The Chief Executive Officer (CEO) and Chief Financial Officer (CFO) have furnished certificate to the Board as contemplated in Clause 49 of the Listing Agreement and same is reviewed by the Audit Committee and was placed ☐ before the Board of Directors of the Company.

6. ☐ **Secretarial Audit for Financial Year 2014-15** ☐

Shri P.V.Subramanian, Practicing Company Secretary, Kolkata, was appointed as a Secretarial Auditor to conduct Secretarial Audit of the Company for the financial year ended March 31, 2015, as per the provisions of Companies Act, 2013. The Secretarial Audit Report addressed to the Board of Directors of the Company forms part of this Annual Report.

7. ☐ **Auditors Certificate on Corporate Governance** ☐

The Statutory Auditor, M/s. Chaturvedi & Co. Chartered Accountants, New Delhi, has certified that the Company has complied with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement which forms part of this Annual Report.

SHAREHOLDERS' INFORMATION

I. ☐ **Communication to shareholders** ☐

The Company interacts with shareholders through multiple channels of communication such as results announcement, annual report, media releases, Company's website etc. As required under clause 41 of the Listing Agreement, the quarterly / annual financial results are published in widely circulated national English newspaper and in a vernacular newspaper.

II. ☐ **Electronic filing of compliances on BSE** ☐

As per Clause 52 of the Listing Agreement certain corporate information such as the quarterly, half-yearly and annual results, annual report and the shareholding pattern of the Company are also filed on BSE Listing Centre at listing.bseindia.com developed by BSE Limited.

III. SEBI Complaints Redressal System (SCORES)

The Company is registered with SEBI Complaints Redress System (SCORES). Under SCORES the investor complaints are processed in a centralised web based complaints redressal system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATR) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

IV. Shares held in Electronic Form

Members holding shares in electronic form may please note that instructions regarding change of address, bank details, nomination, email address and power of attorney should be given directly to the Depository Participant.

V. Shares held in Physical Form

Shareholders holding shares in physical form may please note that instructions regarding change of address, bank details, nomination, email address and power of attorney should be given to the Company's RTA viz. Link Intime India Private Limited.

VI. Service of documents through electronic mode

Members who are desirous of receiving the notice and other documents through email, may kindly intimate their respective email address to the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited or may send an email from their respective email id to info.saharahousingfina@gmail.com, with a subject "Registration of email id".

VII. DETAILS OF PREVIOUS THREE GENERAL BODY MEETINGS

23rd A.G.M	29.09.2014 11.00 A.M	Sahara India Sadan 2A, Shakespeare Sarani, Kolkata - 700 071	No Special Resolution
22nd A.G.M	28.09.2013 09.30 A.M	Sahara India Sadan 2A, Shakespeare Sarani, Kolkata - 700 071	No Special Resolution
21st A.G.M	29.09.2012 11.00 A.M	Sahara India Sadan 2A, Shakespeare Sarani, Kolkata - 700 071	Special Resolution passed appointing Shri D. J. Bagchi, CEO, as Manager u/sec. 269 of the Companies Act, 1956, for a period of three years.

iii. GENERAL INFORMATION ABOUT THE COMPANY

Financial Year	April 01 – March 31
Financial Reporting Calendar: 2015-16 (Tentative)	<ul style="list-style-type: none"> First Quarter Results July/Aug 15, 2015 Second Quarter Results Oct/Nov 15, 2015 Third Quarter Results Jan/Feb 15, 2015 Annual Results May, 2015
Listing on Stock Exchanges	Bombay Stock Exchange Limited (BSE). Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai- 400 001 [Annual Listing Fees for the year 2015-16 have been paid]
Stock Code at BSE	511533
ISIN (Equity Shares) of the Company	INE- 135C01012
ISIN (NCDs) of the Company	INE- 135C08025
Corporate Identification No. (CIN)	L18100WB1991PLC099782
Website of the Company	www.saharahousingfina.com
Registered & Corporate Office	Sahara India Sadan 2A, Shakespeare Sarani, Kolkata- 700 071 Ph: 033-2282 9067/0811, Fax: 033-2282 4910
24th Annual general meeting	September 28 2015; Monday; Time: 11.00 A.M
Venue	Registered & Corporate Office address as above
Book Closure Dates	Monday, September 22, 2015 to Monday, September 28, 2015 (both days inclusive).

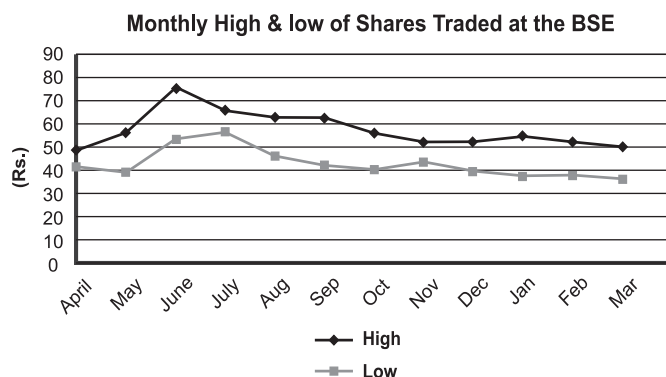
Market (BSE) Price Data

The monthly high and low stock valuations along with the volume of shares traded at the BSE are:

Year	Month	High (₹)	Low (₹)	Qty Traded (Shares)
2014	April	49.60	42.00	21976
	May	57.30	39.35	41879
	June	77.20	54.00	51578
	July	66.80	57.00	33131
	August	63.75	46.65	18279
	September	63.40	42.50	36898
	October	56.90	41.00	8488
	November	53.00	44.05	20263
	December	52.90	40.20	38982
2015	January	55.40	37.75	31843
	February	53.10	38.10	32859
	March	50.95	36.80	38413

Year High: ₹ 77.20 Year Low: ₹ 36.80 (Source: www.bseindia.com)

IX. Monthly High & low of Shares Traded on the BSE during the Financial Year 2014 -15



X. SHAREHOLDING PATTERN AS ON MARCH 31, 2015

Category of Shareholder	No. of shareholders	No. of shares	Percentage
PROMOTERS:			
Indian Promoters:			
– Sahara Prime City Limited	01	29,40,000	42.00
– Sahara India Corp Investment Limited.	01	16,38,587	23.41
– Sahara India Finance & Investment Limited	01	4,16,000	05.94
Total	03	49,94,587	71.35
OTHERS :			
Private Corporate Bodies	128	8,24,908	11.79
Indian Public	7607	11,48,879	16.41
NRIs/NRNs	24	8,089	00.12
Clearing Member	30	23,537	00.33
Foreign Institutional Investors	–	–	–
Total	7789	20,05,413	28.65
Grand Total	7792	70,00,000	100.00

Note: None of the shares of the promoters are pledged or encumbered with any of the banks or financial institutions.

XI. DISTRIBUTION OF SHAREHOLDING (SHARES) AS ON MARCH 31, 2015

HOLDING	SHAREHOLDERS		SHARES	
	NUMBER	%	TOTAL SHARES	%
001 – 500	7400	94.97	521720	7.45
501 – 1000	218	2.80	173709	2.48
1001 – 2000	96	1.23	146421	2.09
2001 – 3000	33	0.42	81508	1.16
3001 – 4000	12	0.15	41258	0.60
4001 – 5000	02	0.03	9500	0.13
5001 – 10000	16	0.21	112081	1.60
10001 And Above	15	0.19	5913803	84.49
TOTAL	7792	100.00	7000000	100.00



XII. SHARE TRANSFER SYSTEM

All the applications regarding physical transfer, transmission, splitting of share certificates, dematerialization and rematerialization are processed by the Registrar and Share Transfer Agents, and the same are approved by Stakeholders Relationship Committee periodically.

The transfers are normally processed and Share Certificates are returned after necessary processing within the time stipulated under the Listing Agreement. The Company obtains from a Company Secretary in practice certificate of compliance with the share transfer formalities as required under Clause 47 (c)

of the Listing Agreement and files a copy of the same on half yearly basis with the Stock Exchanges.

XVI. DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Shares of the Company are compulsorily traded in dematerialized form and are available for trading under both the depository system in India – NSDL (National Securities Depositories Limited) and CDSL (Central Depository Services India Limited). As on 31st March, 2015 a total of 67,86,409 shares of the Company, which forms 96.95% of the total shares, stand dematerialized. The processing activities with respect to the requests received for dematerialization are completed within 15 days (maximum) from the date of receipt of the request.

XVIII. ADDRESS FOR CORRESPONDENCE

Registrar and Share Transfer Agents	Sahara Housingfina Corporation Limited (Secretarial Department)
<p>Link Intime India Private Limited 59C, Chowringhee Road, 3rd Floor, Kolkata- 700 020 Ph: 033-2289-0540 Tele fax: 033- 2289-0539 E-mail: kolkata@linkintime.co.in Contact Person: Shri S.P.Guha</p>	<p>Shri D.J.Bagchi Compliance Officer & Company Secretary Sahara India Sadan 2A, Shakespeare Sarani, Kolkata- 700 071 Ph: 033- 2282-9067/ 0811 Fax: 033 – 2282 4910 e-mail: info.saharahousingfina@gmail.com</p>
□	<p>Shri Vinay Kumar Mishra Manager- Secretarial Sahara India Sadan 2A, Shakespeare Sarani, Kolkata- 700 071 Ph: 033- 2282-9067/ 0811 Fax: 033 – 2282 4910 e-mail: info.saharahousingfina@gmail.com vinayvinmishra@gmail.com</p>

OTHER USEFUL INFORMATION FOR STAKEHOLDERS

i. Subsidiary Companies

As at March 31, 2015, the Company does not have any Subsidiary Company.

ii. Updation of address, etc. and Nomination Facility

Members holding shares in electronic form may please note that instructions regarding change of address, bank details, nomination, email address and power of attorney should be given directly to the Depository Participant. Members holding shares in physical form may please note

that instructions regarding change of address, bank details, nomination, email address and power of attorney should be given to the Company's RTA viz. Link Intime India Private Limited.

The Nomination Form can also be downloaded from the URL: <http://www.saharahousingfina.com/nominationform.pdf>

Shareholders holding shares in electronic mode should address all their correspondence through their respective Depository Participants.

**AUDITORS' CERTIFICATE REGARDING COMPLIANCE
OF CONDITIONS OF CORPORATE GOVERNANCE**

To the Members

Sahara Housingfina Corporation Limited

We have examined the compliance of conditions of Corporate Governance by Sahara Housingfina Corporation Limited, for the year ended March 31, 2015, as stipulated in Clause 49 of the Listing Agreements of the said Company with stock exchange.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance (as stipulated in Clause 49 of the Listing Agreement), issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For CHATURVEDI & CO. □
Chartered Accountants
Firm Registration No. 302137E

PANKAJ CHATURVEDI □
Partner □
Membership No. 091239

Place □ New Delhi
Date □ May 29, 2015

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL
WITH THE COMPANY'S CODE OF CONDUCT**

This is to inform that the Company has adopted a Code of Conduct for the Board of Directors and Senior Management Personnel of the Company. The same is available on the website of the Company at www.saharahousingfina.com. As required under the relevant provisions of the Listing Agreement entered into by the Company with the Stock Exchange, it is confirmed that all the Directors and Senior Management Officers have affirmed compliance with the Company's Code of Conduct during the year 2014-15. □

D. J. Bagchi □
CEO & Company Secretary

Place □ Kolkata
Date □ May 29, 2015

Hosfinas' Financials



INDEPENDENT AUDITORS' REPORT

THE MEMBERS OF

SAHARA HOUSINGFINA CORPORATION LIMITED

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **SAHARA HOUSINGFINA CORPORATION LIMITED** ("the Company"), which comprise the Balance sheet as at March 31, 2015, the Statement of profit and loss account and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment,

including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2015 and its Profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. ☐ As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. ☐ As required by section 143 (3) of the Act, we report that: ☐
 - a. ☐ we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit. ☐
 - b. ☐ in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books. ☐
 - c. ☐ the Balance Sheet, the Statement of Profit & Loss and the Cash Flow dealt with by this report are in agreement with the books of account.

- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e. on the basis of the written representations received from the directors as on March 31, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company does not have any pending litigations which would impact its financial position.
 - ii. the Company has made provision, as required under the applicable law or accounting standards for material foreseeable losses. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For CHATURVEDI & CO.
Chartered Accountants
 Firm Registration No. 302137E

Pankaj Chaturvedi
Partner
 Membership No. 091239

Place: New Delhi
 Date: May 29, 2015

ANNEXURE REFERRED IN INDEPENDENT AUDITORS REPORT OF EVEN DATE

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended March 31, 2015, we report that:

- i. ☐ a. ☐ The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets. ☐
- b. ☐ These Fixed assets have been physically verified by the management at reasonable interval during the year pursuant to a Programme for physical verification. No material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- ii. ☐ The Company being a Housing Finance Company, the provisions related to inventories as mentioned in clause 3 (ii) of the Order is not applicable. ☐
- iii. ☐ According to the information and explanations given to us, the Company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly the clause iii (a) and (b) of paragraph 3 of the Order are not applicable to the Company.
- iv. ☐ In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of fixed assets and for the sale of goods and services. The activities of the company do not involve purchase of inventory and the sale of goods. During the course of our audit, we have neither observed nor have been informed of any continuing failure to correct major weaknesses in internal control system of the company.
- v. ☐ According to the information and explanations given to us, the Company has not accepted any deposit as per the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Accordingly the clause (v) of paragraph 3 of the Order is not applicable to the Company.
- vi. ☐ According to the information and explanation given to us, the company is not required to maintain the cost records pursuant sub section (1) of Section 148 of the Companies Act, 2013. Accordingly, the clause (vi) of paragraph 3 of the Order is not applicable to the Company.
- vii. ☐ a. ☐ The Company is generally regular in depositing undisputed statutory dues including provident fund, employee state insurance, income tax, sales tax, service tax, duty of customs, value added tax, cess and other statutory dues, as applicable with the appropriate authorities. There is no undisputed amount outstanding for a period of six months from the date they became payable. ☐
- b. ☐ According to the information and explanation given to us, there were no disputed amounts payable in respect of income tax, sales tax, service tax, duty of customs, value added tax or cess as at March 31, 2015. ☐
- c. ☐ According to the information and explanations given to us, no amounts were required to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder. Accordingly the clause vii (c) of paragraph 3 of the Order are not applicable to the Company.
- viii. ☐ The Company does not have accumulated losses more than fifty percent of its net worth at the end of financial year March 31, 2015. The company has not incurred cash losses in this financial year and in the immediately preceding year.
- ix. ☐ According to the information and explanations given to us, the company has not defaulted in repayment of dues to bank. There were no due to financial institution and debenture holder during the financial year. ☐
- x. ☐ According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions. Accordingly the clause x of paragraph 3 of the Order are not applicable to the Company.
- xi. ☐ According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
- xii. ☐ To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For CHATURVEDI & CO. ☐
Chartered Accountants
Firm Registration No. 302137E

Pankaj Chaturvedi ☐
Partner ☐
Membership No. 091239

Place ☐ New Delhi
Date ☐ May 29, 2015



Balance Sheet as at March 31, 2015

Particulars	Note No.	As at March 31, 2015 ₹	As at March 31, 2014 ₹
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	1	70,000,000	70,000,000
Reserves and Surplus	2	246,497,540	250,311,639
		316,497,540	320,311,639
NON-CURRENT LIABILITIES			
Long Term Borrowings	3	1,246,983,831	1,325,641,617
Long Term Provisions	4	2,557,783	2,110,053
Deferred Tax Liabilities	5	18,800,948	—
Total Non-Current Liabilities		1,268,342,562	1,327,751,670
CURRENT LIABILITIES			
Trade Payables	35	2,085,821	3,540,454
Other Current Liabilities	6	37,546,893	101,195,953
Short Term Provisions	7	691,754	563,608
Total Current Liabilities		40,324,468	105,300,015
TOTAL		1,625,164,570	1,753,363,324
ASSETS			
NON-CURRENT ASSETS			
Fixed Assets			
– Tangible Assets	8	5,991,747	7,026,431
Non-Current Investments	9	870,800	870,800
Deferred Tax Assets	10	—	6,596,444
Loan Assets	11	1,256,159,906	1,561,073,379
Long Term Loans & Advances	12	3,073,674	2,641,711
Total Non-Current Assets		1,266,096,127	1,578,208,765
CURRENT ASSETS			
Loan Assets	13	94,521,688	51,622,430
Trade Receivables	14	2,048,392	2,849,993
Cash & Bank Balances	15	249,169,195	110,689,933
Short Term Loans & Advances	16	8,255,178	6,573,867
Other Current Assets	17	5,073,990	3,418,336
Total Current Assets		359,068,443	175,154,559
TOTAL		1,625,164,570	1,753,363,324
Significant Accounting Policies	23		
Accompanying notes to the financial statements	24 to 38		

As per our report of even date attached

For CHATURVEDI & CO.
Chartered Accountants
Firm Registration No. 302137E

Pankaj Chaturvedi
Partner
Membership No. 091239

Place: Kolkata
Date: May 29, 2015

FOR AND ON BEHALF OF THE BOARD

O. P. SRIVASTAVA Director (DIN 00144000)
BRIJENDRA SAHAY Director (DIN 00017600)
D. J. BAGCHI Chief Executive Officer & Company Secretary
VIVEK KAPOOR Chief Financial Officer

Statement of Profit and Loss for the year ended March 31, 2015

Particulars	Note No.	For the Year ended March 31, 2015	For the Year ended March 31, 2014
		₹	₹
INCOME			
I Income from Operations	18	173,705,293	199,427,506
II Other Income	19	9,628,045	11,657,842
III Total Revenue (I+II)		183,333,338	211,085,348
IV EXPENDITURE			
Finance Costs	20	97,361,337	119,406,184
Employee Benefit Expenses	21	27,204,093	30,879,546
Depreciation and Amortization	8	806,762	1,318,596
Operating & Other Expenses	22	25,386,053	23,996,996
Total Expenses		150,758,245	175,601,322
V PROFIT BEFORE EXCEPTIONAL AND EXTRA-ORDINARY ITEMS AND TAX (III-IV)		32,575,093	35,484,026
VI Exceptional Items and Extraordinary Items		—	—
VII PROFIT BEFORE TAX (V-VI)		32,575,093	35,484,026
VIII Tax Expenses:			
– Current Tax		10,606,264	10,754,928
– Deferred Tax		(31,929)	(1,746,134)
– Income Tax related to earlier years		98,225	65,434
		10,672,560	9,074,228
IX PROFIT AFTER TAX (VII-VIII)		21,902,533	26,409,798
Earning Per Share (₹) - Basic		3.13	3.77
Earning Per Share (₹) - Diluted		3.13	3.77
Significant Accounting Policies	23		
Accompanying notes to the financial statements	24 to 38		

As per our report of even date attached

For CHATURVEDI & CO.

Chartered Accountants

Firm Registration No. 302137E

Pankaj Chaturvedi

Partner

Membership No. 091239

Place: Kolkata

Date: May 29, 2015

FOR AND ON BEHALF OF THE BOARD

O. P. SRIVASTAVA Director (DIN 00144000)

BRIJENDRA SAHAY Director (DIN 00017600)

D. J. BAGCHI Chief Executive Officer & Company Secretary

VIVEK KAPOOR Chief Financial Officer



Cash Flow Statement for the year ended March 31, 2015

	For the Year ended March 31, 2015	For the Year ended March 31, 2014
	₹	₹
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit Before Tax and Extraordinary Items	32,575,093	35,484,026
Adjustments for:		
Depreciation	806,762	1,318,596
Profit on sale of Fixed Assets	—	(9)
Provision for sub-standard assets	7,038,116	4,371,058
Investment income-interest/dividend	(9,617,137)	(11,640,151)
Interest and finance charges paid	97,361,337	119,406,184
Operating profit before working capital changes	128,164,171	148,939,704
Adjustments for Working Capital Changes		
(Increase)/Decrease in Trade Receivable	801,601	(1,157,437)
(Increase)/Decrease in Advances	93,565	308,373
Increase/(Decrease) in Current Liabilities	(1,163,646)	1,929,893
Increase/(Decrease) in Provisions	575,876	437,822
Cash Generated from operations	128,471,567	150,458,355
Direct Tax paid	(11,036,952)	(11,785,419)
Net Cash from Operating Activities	117,434,615	138,672,936
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Sale of Fixed Assets	—	800
Purchase of Fixed Assets	(59,388)	(982,313)
Income from Investments	7,742,761	13,400,923
Net Cash from Investing Activities	7,683,373	12,419,410
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Increase/(Decrease) in Term Loan (Net of Repayment)	(137,123,600)	(109,996,800)
Increase/(Decrease) in Unsecured Loan (Net of Repayment)	(26,524,986)	48,608,165
(Increase)/Decrease in Housing Loan (Net of Repayment)	253,320,444	(59,589,617)
Interest and Finance Charges paid	(76,310,584)	(134,817,143)
Net Cash from Financing Activities	13,361,274	(255,795,395)
D. NET INCREASE IN CASH AND CASH EQUIVALENTS:	138,479,262	(104,703,049)
Cash and Cash equivalents of the beginning of the year	110,689,932	215,392,981
Cash and Cash equivalents of the end of the year	249,169,194	110,689,932

Notes: 1 The cash flow statement has been prepared under the indirect method as set out in the Accounting Standard 3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.

2 Figures in brackets indicate cash outflow.

3 Previous year figures have been regrouped and recast wherever necessary to conform to current year classification.

4 Cash and cash equivalents consist of following :

Cash in hand	228,753	470,360
Balance with Scheduled Banks :		
- In Current Accounts	51,362,558	53,192,344
- In Term/Fixed Deposit Accounts	197,577,883	57,027,228
	249,169,194	110,689,932

As per our report of even date attached

For CHATURVEDI & CO.

Chartered Accountants

Firm Registration No. 302137E

Pankaj Chaturvedi

Partner

Membership No. 091239

Place: Kolkata

Date: May 29, 2015

FOR AND ON BEHALF OF THE BOARD

O. P. SRIVASTAVA Director (DIN 00144000)

BRIJENDRA SAHAY Director (DIN 00017600)

D. J. BAGCHI Chief Executive Officer & Company Secretary

VIVEK KAPOOR Chief Financial Officer

Notes forming part of the Balance Sheet as at March 31, 2015

Note No.	Particulars	As at March 31, 2015 ₹	As at March 31, 2014 ₹
1	SHARE CAPITAL		
	Authorised		
	30,000,000 Equity Shares of ₹ 10/- each	300,000,000	300,000,000
	20,000,000 Preference Shares of ₹ 10/- each	200,000,000	200,000,000
		500,000,000	500,000,000
	Issued, Subscribed and Paid up		
	7,000,000 Equity Shares of ₹ 10/- each	70,000,000	70,000,000
	Reconciliation of Number of Shares outstanding at the beginning and at the end of the year		
	Number of Equity Shares at the beginning of the year	7,000,000	7,000,000
	Add : Number of Shares Issued	—	—
	Number of Equity Shares at the end of the year	7,000,000	7,000,000

Rights, Preferences and Restrictions

The Company has only one class of shares referred to as Equity Shares having a face value of ₹ 10/-. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details of the Shareholders holding more than 5% of Shares

Name	% age of Holding	As at March 31, 2015	% age of Holding	As at March 31, 2014
Equity :				
Sahara Prime City Limited	42.00	2,940,000	42.00	2,940,000
Sahara India Corp Investment Limited	23.41	1,638,587	23.41	1,638,587
Sahara India Finance and Investment Limited	5.94	416,000	5.94	416,000
Gandevi Commerce Private Limited	10.33	723,044	10.33	723,044
	81.68		81.68	

Notes forming part of the Balance Sheet as at March 31, 2015

Note No.	Particulars	As at March 31, 2015	As at March 31, 2014
		₹	₹
2	RESERVES AND SURPLUS		
	Capital Reserve	152,000	152,000
	Balance at the beginning and end of the year		
	Securities Premium Account	50,000,000	50,000,000
	Balance at the beginning and end of the year		
	General Reserve	501,605	501,605
	Balance at the beginning and end of the year		
	Special Reserve		
	as per Section 29C of the National Housing Bank Act, 1987 (Refer note 28)		
	Balance at the beginning of the year	78,664,012	70,893,947
	Add : Transferred from surplus	7,730,312	7,770,065
		<u>86,394,324</u>	<u>78,664,012</u>
	Surplus		
	Balance at the beginning of the year	120,994,022	102,354,289
	Add: Transferred from Statement of Profit and Loss	21,902,533	26,409,798
		<u>142,896,555</u>	<u>128,764,087</u>
	Less: Appropriations:		
	Transferred to Special Reserve	7,730,312	7,770,065
	DTL on opening balance of Special Reserve (Refer note 31)	25,522,539	—
	WDV Written Off (net of DTA) (Refer note 30)	194,093	—
		<u>109,449,611</u>	<u>120,994,022</u>
		<u>246,497,540</u>	<u>250,311,639</u>
3	LONG TERM BORROWINGS		
	Secured		
	From Banks	—	102,132,800
	From Other Body Corporate	50,000,000	—
	Un-Secured		
	From Related Parties		
	10% Non-Convertible Redeemable Debenture	250,000,000	250,000,000
	Others	946,983,831	948,508,817
	From Other Body Corporate	—	25,000,000
		<u>1,246,983,831</u>	<u>1,325,641,617</u>

3.1 Loan from a Body Corporate is secured by hypothecation of specific book debt in respect of the identified housing loan assets. The interest rate is 8.50% P.A. and the entire outstanding loan is repayable in the Financial Year 2024-25

3.2 10% Non-Convertible Redeemable Debenture is repayable in the Financial Year 2019-20

3.3 Unsecured - other loan from related party aggregating to ₹ 946,983,831 (previous year ₹ 948,508,817) include interest thereon aggregating to ₹ 396,883,034 (previous year ₹ 348,408,020). The interest rate is 9% p.a. The entire outstanding loan along with interest thereon is repayable in the Financial Year 2021-22.

Notes forming part of the Balance Sheet as at March 31, 2015

Note No.	Particulars	As at March 31, 2015	As at March 31, 2014
		₹	₹
4	LONG TERM PROVISIONS		
	Provision For Gratuity	2,557,783	2,110,053
		2,557,783	2,110,053
5	DEFFERED TAX LIABILITIES		
	Deferred Tax Liabilities		
	Special Reserve (Refer note 31)	28,030,638	—
	Depreciation	787,551	—
		28,818,189	—
	Deferred Tax Assets		
	Retirement Benefits	1,054,312	—
	Provision for doubtful debts/loans	8,962,929	—
		10,017,242	—
	Net Deffered Tax Assets	18,800,948	—
6	OTHER CURRENT LIABILITIES		
	Current maturities of long term debt		
	From Banks	28,576	85,019,376
	Interest accrued but not due on borrowings	22,625,753	—
	Interest accrued and due on borrowings	1,595	1,576,595
	Advances from Customers	2,345,769	3,142,170
	Accrued Salaries & Benefits	1,658,942	—
	Government dues	8,188,386	8,659,867
	Other payables	2,697,872	2,797,945
		37,546,893	101,195,953
7	SHORT TERM PROVISIONS		
	For Leave Encashment	691,754	563,608
		691,754	563,608

8 FIXED ASSETS

Description	Gross Block				Depreciation				Net Block	
	As at April 1, 2014	Additions during the year	Write off during the year	As at March 31, 2015	Upto April 1, 2014	For the year	Adjustments during the year (Refer note 30)	Upto March 31, 2015	As at March 31, 2015	As at March 31, 2014
Tangible Assets										
Buildings	5,745,548	—	—	5,745,548	1,526,002	89,960	—	1,615,962	4,129,586	4,219,546
Computers	7,090,298	59,388	—	7,149,686	7,063,339	18,730	—	7,082,069	67,617	26,959
Furniture & Fixtures	2,734,627	—	—	2,734,627	1,975,431	173,264	—	2,148,695	585,932	759,196
Air Conditioners	320,471	—	—	320,471	125,352	109,976	25,668	260,996	59,475	195,119
Office Equipment	624,504	—	—	624,504	186,111	65,736	231,591	483,438	141,066	438,393
Electrical fittings	316,969	—	—	316,969	129,821	53,068	25,617	208,506	108,463	187,148
Vehicles	2,752,290	—	—	2,752,290	1,552,219	296,028	4,435	1,852,682	899,608	1,200,071
Total	19,584,707	59,388	—	19,644,095	12,558,275	806,762	287,311	13,652,348	5,991,747	7,026,432
Previous year	18,613,144	982,313	10,750	19,584,707	11,249,639	1,318,596	9,959	12,558,276	7,026,431	7,363,505

Notes forming part of the Balance Sheet as at March 31, 2015

Note No.	Particulars	As at March 31, 2015	As at March 31, 2014
		₹	₹
9	NON-CURRENT INVESTMENTS		
	Unquoted, Non-Trade		
	Investment in Government Securities		
	11.43% GOI Stock	597,200	597,200
	Quoted, Non-Trade		
	Equity Shares		
	Indian Overseas Bank Limited	273,600	273,600
	(11,400 Equity Shares face value of ₹ 10/- each, Market Value ₹ 482,790/-, Previous Year Value ₹ 581,400/-)		
		870,800	870,800
10	DEFERRED TAX ASSETS		
	Deferred Tax Assets		
	Retirement Benefits	—	867,469
	Provision for doubtful debts/loans	—	6,679,412
		—	7,546,881
	Deferred Tax Liabilities		
	Depreciation	—	950,437
		—	950,437
	Net Deferred Tax Assets	—	6,596,444
11	NON CURRENT LOAN ASSETS		
	Secured Considered good unless otherwise stated (Refer note 24)		
	Housing Loans		
	Standard Assets	1,229,750,125	1,514,451,322
	Less: General Provision	4,919,001	6,115,761
	Sub-Standard Assets	1,684,308	7,722,620
	Less: Provision for Sub-Standard Assets	252,647	1,158,393
	Doubtful Assets	609,178	12,610,380
	Less: Provision for Doubtful Assets	388,818	9,179,700
	Other Loans		
	Standard Assets	29,976,526	43,174,658
	Less: General Provision	299,765	431,747
		1,256,159,906	1,561,073,379
12	LONG TERM LOANS & ADVANCES		
	Refundable Deposits	892,674	793,174
	Advance Income Tax	2,181,000	1,848,537
		3,073,674	2,641,711

Notes forming part of the Balance Sheet as at March 31, 2015

Note No. □ Particulars □	As at March 31, 2015 □	As at March 31, 2014 □
	₹ □	₹ □
13 □ CURRENT LOAN ASSETS □		
Secured Considered good unless otherwise □		
stated (Refer note 24) □		
Housing Loans □		
Standard Assets □	58,570,765 □	50,080,707
□ Less: General Provision □	234,283 □	202,240
□ Sub-Standard Assets □	35,496,943 □	255,376
□ Less: Provision for Sub-Standard Assets □	5,324,541 □	38,306 □
□ Doubtful Assets □	15,642,678 □	417,007
□ Less: Provision for Doubtful Assets □	11,043,324 □	303,560 □
Other Loans □		
□ Standard Assets □	1,427,727 □	1,427,723
□ Less: General Provision □	14,277 □	14,277 □
	94,521,688 □	51,622,430
14 □ Trade Receivables □		
Secured Considered good unless otherwise □		
stated (Refer note 24) □		
Outstanding for a period exceeding six months □	– □	– □
Secured considered good □		
Other Debts □	2,048,392 □	2,849,993 □
	2,048,392 □	2,849,993
15 □ CASH AND BANK BALANCES □ □		
a) □ Cash & Cash Equivelent □		
□ Cash in hand □	228,753 □	470,360
□ Balance with Scheduled Banks □		
□ – In current accounts □	51,362,559 □	53,192,344 □
□ – In Fixed deposits maturing less than three months □	16,078,873 □	35,829,727 □
	67,670,185 □	89,492,431 □
b) □ Other Bank Balances □		
Balance with Scheduled Banks □		
– Fixed deposits with maturity more than three □		
months but less twelve months □	181,499,010 □	21,197,502 □
	249,169,195 □	110,689,933
16 □ SHORT TERM LOANS & ADVANCES □		
Other Advances □	5,086,943 □	5,280,008 □
Other Current Assets □	3,168,235	1,293,859
	8,255,178	6,573,867

Notes forming part of the Balance Sheet as at March 31, 2015

Note No. Particulars	For the year Ended March 31, 2015	For the year Ended March 31, 2014
	₹	₹
17 OTHER CURRENT ASSETS		
Secured Considered good unless otherwise stated (Refer note 24)		
Installments due from Borrowers – Principal		
Standard Assets	1,923,181	2,107,541
Less: General Provision	7,693	8,430
	<u>1,915,488</u>	<u>2,099,111</u>
Sub-Standard Assets	2,612,662	614,121
Less: Provision for Sub-Standard Assets	391,899	92,118
	<u>2,220,763</u>	<u>522,003</u>
Doubtful Assets	5,686,485	3,839,567
Less: Provision for Doubtful Assets	4,748,746	3,042,345
	<u>937,739</u>	<u>797,222</u>
	<u>5,073,990</u>	<u>3,418,336</u>

Notes forming part of Statement of Profit and Loss for the year ended March 31, 2015

Note No. □ Particulars □	For the year Ended March 31, 2015 □ ₹ □	For the year Ended March 31, 2014 □ ₹ □
18 □ INCOME FROM OPERATIONS □		
Interest Income □	172,086,334 □	194,672,481 □
Fee Income □	975,829 □	4,003,543 □
Other Operating Revenue □	643,130 □	751,482 □
	173,705,293 □	199,427,506 □
19 □ OTHER INCOME □		
Dividend Income □	5,700 □	30,780 □
Interest on Term Deposits □	9,554,287 □	11,552,221 □
Interest on GOI Stocks □	57,150 □	57,150 □
Miscellaneous Income □	10,908 □	17,691 □
	9,628,045 □	11,657,842 □
20 □ FINANCE COSTS □ □		
Interest on : □		
Term Loans □	96,991,510 □	118,930,452 □
Bank and Other Charges □	369,826 □	475,732 □
□	97,361,337 □	119,406,184 □
21 □ EMPLOYEE BENEFIT EXPENSES □		
Salaries & Bonus □	25,729,374 □	29,314,397 □
Contribution to Provident & Other Funds □	1,196,695 □	1,183,566 □
Staff Welfare □	278,024 □	381,583 □
	27,204,093 □	30,879,546 □

21.1 The disclosures as required by Accounting Standard 15 relating to employees benefits recognized are set out below: □

Change in Benefit Obligation □

Liability at the beginning of the year □	2,110,053 □	1,741,741 □
Interest Cost □	186,713 □	173,331 □
Current Service Cost □	255,185 □	227,360 □
Actuarial (gain)/loss on obligations □	213,203 □	(32,379) □
Benefit Paid □	(207,371) □	— □

Liability at the end of the year □	2,557,783 □	2,110,053 □
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Amount recognized in the Balance Sheet □

Liability at the end of the year □	2,557,783 □	2,110,053 □
Fair value of plan assets at the end of the year □	— □	— □
Difference □	2,557,783 □	2,110,053 □

Amount recognized in the Balance Sheet □	2,557,783 □	2,110,053 □
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Expenses recognized in the Income Statement □

Current service cost □	255,185 □	227,360 □
Interest cost □	186,713 □	173,331 □
Expected return on plan assets □	— □	— □
Net Actuarial (gain)/loss to be recognized □	213,203 □	(32,379) □
Expense recognized in the Statement of Profit & Loss □	655,101 □	368,312 □

Balance Sheet Reconciliation □

Opening Net Liability □	2,110,053 □	1,741,741 □
Expense as above □	655,101 □	368,312 □
Employer's Contribution □	(207,371) □	— □
Amount Recognized in the Balance Sheet □	2,557,783 □	2,110,053 □

Assumptions □

Discount rate □	8.25% □	8.25%
Rate of return on plan assets	—	—

Notes forming part of Statement of Profit and Loss for the year ended March 31, 2015

Note No. Particulars	For the year Ended March 31, 2015	For the year Ended March 31, 2014
	₹	₹
21.2 The employees benefit liability of the company is not funded. Accordingly disclosures related to return on planned assets and fair value thereof is not applicable.		
22 OTHER EXPENSES		
Rent	5,726,999	5,278,018
Travelling and Conveyance		
– Directors	76,900	33,736
– Others	1,186,855	1,529,014
Legal and Professional Fees	4,251,697	4,782,327
Printing and Stationery	581,916	923,095
Communication Charges	1,292,655	1,236,231
General Expenses	1,754,467	1,577,499
Insurance	47,576	401,374
Repairs and Maintenance - Others	199,595	320,229
Rates, Taxes and Licences	109,635	283,204
Office Maintenance	304,431	330,320
Vehicles Maintenance	1,978,430	1,972,806
Advertisement and Publicity	119,047	155,312
Electricity Charges	557,621	620,188
Payment to Auditors		
– As Statutory Auditors	89,888	89,888
– As Tax Auditors	22,472	22,472
– Other Capacity	47,753	70,225
Provision for Non-Performing Assets	8,335,552	3,994,360
Provision for Loan Assets - General	(1,297,436)	376,698
	25,386,053	23,996,996

23. SIGNIFICANT ACCOUNTING POLICIES

1. CORPORATE INFORMATION

Sahara Housing Finance Corporation Limited is mainly engaged in the business of providing housing finance to individuals and corporate for the purchase or construction of residential houses.

2. ACCOUNTING POLICIES

i. BASIS OF PREPARATION

These Financial Statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis, except for certain financial tangible assets which are measured at fair value. GAAP comprises mandatory accounting standards as prescribed under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

ii. USE OF ACCOUNTING ESTIMATES

The preparation of the financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the balances of assets and liabilities and disclosures relating to contingent liabilities as at the reporting date of the financial statements and amounts of income and expenses during the year of account. Examples of such estimates include contract costs expected to be incurred to complete construction contracts, provision for doubtful debts, income taxes and future obligations under employee retirement benefit plans.

Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

iii. REVENUE RECOGNITION

Interest Income/Fees on Loan Assets is accounted for on accrual basis, other than on Non-Performing Assets, which is accounted for on cash basis in accordance with the NHB Guidelines. Penal interest is accounted for on realization basis.

"Fee based services", such as notice charges, collection charges, visit fees, cheque swap charges etc. are accounted for on cash basis.

Repayment of Loan Assets is generally by way of Equated Monthly Installments (EMIs) comprising principal and interest. EMIs commence once the entire loan is disbursed. Pending commencement of EMIs, Pre-EMIs (PEMIs) interest is receivable every month. Interest on loans is computed on a monthly rest basis.

Dividend is accounted on accrual basis when the right to receive the dividend is established.

iv. PROVISIONS ON LOAN ASSETS

Loan Assets are classified as per the NHB Prudential Guidelines, into performing and non-performing assets. Non-Performing Assets are further classified into sub-standard, doubtful and loss assets based on criteria stipulated by NHB.

The Company adhered to the prudential guideline prescribed by the NHB for provisions in respect of non-performing assets and provisions for contingencies on standard assets.

v. FIXED ASSETS

Fixed asset are stated at cost, less accumulated depreciation and impairment losses. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

The carrying amounts are reviewed at each balance sheet date when required to assess whether they are recorded in excess of their recoverable amounts, and where carrying values exceed this estimated recoverable amount, assets are written down to their recoverable amount.

vi. DEPRECIATION/AMORTISATION

Pursuant to the Companies Act, 2013 ("the Act"), the Company has, during the financial year ended March 31, 2015 revised depreciation rates as per the useful life specified in Schedule-II of the Act.

During the year ended March 31, 2015, pursuant to the requirements of Schedule II to the Companies Act, 2013, based on an internal evaluation, management has reassessed the remaining useful life of all fixed assets with effect from April 1, 2014. Consequently, the useful life of fixed assets required a change from the previous estimates. □

vii. □ BORROWING COST □

Borrowing costs that are attributable to the acquisition and construction of a qualifying asset are capitalized as a part of the cost of such assets till such time the asset is ready for its intended use. A qualifying asset is one that requires substantial period of time to get ready for its intended use. Other borrowing costs are recognized as an expense in the year in which they are incurred. □

viii. □ INVESTMENTS □

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and market value. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments. Cost such as brokerage, commission □ etc., pertaining to investment, paid at the time of acquisition, are included in investment cost. □

ix. □ TAXES ON INCOME □

Tax expense for the year comprises of the current and deferred tax. Current taxes are measured at the current rates of tax in accordance with the provisions of the Income Tax Act, 1961. □

Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing differences that results between taxable profits and profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. □

Deferred tax assets are recognized on unabsorbed depreciation and carry forward of losses under tax laws to the extent there is virtual certainty that sufficient future taxable income will be available against such deferred tax assets can be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statement of Profit & Loss in the year of change. □

x. □ EARNINGS PER SHARE (EPS) □

Basic earnings per share are calculated by dividing the net earnings after tax for the year attributable to equity □ shareholders by the weighted average number of equity shares outstanding during the year. □

For calculating diluted earning per share, the number of shares comprises the weighted average shares considered for deriving basic earning per share, and also the weighted average number of shares, if any which would have been used in the conversion of all dilutive potential equity shares. The number of shares and potentially dilutive equity shares are adjusted for the bonus shares and the sub-division of shares, if any. □

xi. □ EMPLOYEE BENEFITS □

The Company's contribution to the Provident Fund is deposited with Government administered provident fund and the same has been charged to Statement of Profit & Loss. □

Provision for Gratuity has been made on the basis of actuarial valuation carried out by an actuary in accordance with Accounting Standard (AS) 15 (Revised) "Employee Benefits" issued by the Institute of Chartered Accountants of India. □

Liability for Leave encashment is provided on the balance leave of eligible employees as at the date of Balance Sheet, in accordance with company's policy. □

xii. □ PROVISIONS AND CONTINGENCIES □

A provision is recognised when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised and are disclosed by way of a note to the accounts.

NOTES FORMING PART OF FINANCIAL STATEMENTS

24. Loan Assets and installments due from borrowers are secured or partly secured by ☐

- a. ☐ Equitable Mortgage of property and/or ☐
- b. ☐ Assignment of Life Insurance Policies and/or ☐
- c. ☐ Personal Guarantee of borrowers and/or ☐
- d. ☐ Undertaking to create a security.

25. ☐ In the opinion of the Board of Directors, the Current Assets, Loans and Advances are approximately of the value stated above, if realized in the ordinary course of the business.

26. Disclosure of provisions against the loan assets as required under paragraph 29(2) of The Housing Finance Companies (NHB) Directions 2010.

a. Loan Assets (including principal component on installment due)

(in ₹)

Particulars <input type="checkbox"/>	Standard <input type="checkbox"/>	Sub- <input type="checkbox"/> standard: <input type="checkbox"/>	Doubtful <input type="checkbox"/>			Loss <input type="checkbox"/> Assets <input type="checkbox"/>	Total <input type="checkbox"/>
			(D-1) <input type="checkbox"/> Upto 1 <input type="checkbox"/> year <input type="checkbox"/>	(D-2) <input type="checkbox"/> 1 to 3 : <input type="checkbox"/> years <input type="checkbox"/>	(D-3) <input type="checkbox"/> Over 3 <input type="checkbox"/> years <input type="checkbox"/>		
Housing Loans <input type="checkbox"/>	1,290,244,071 <input type="checkbox"/>	39,793,913 <input type="checkbox"/>	7,130,302 <input type="checkbox"/>	682,878 <input type="checkbox"/>	14,125,161 <input type="checkbox"/>	- <input type="checkbox"/>	1,351,976,325 <input type="checkbox"/>
Other Loans <input type="checkbox"/>	31,404,253 <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	31,404,253 <input type="checkbox"/>
Total <input type="checkbox"/>	1,321,648,324 <input type="checkbox"/>	39,793,913 <input type="checkbox"/>	7,130,302 <input type="checkbox"/>	682,878 <input type="checkbox"/>	14,125,161 <input type="checkbox"/>	- <input type="checkbox"/>	1,383,380,578 <input type="checkbox"/>

b. Provision against the Loan Assets (including principal component on installment due)

(in ₹)

Particulars <input type="checkbox"/>	Standard <input type="checkbox"/>	Sub- <input type="checkbox"/> standard: <input type="checkbox"/>	Doubtful <input type="checkbox"/>			Loss <input type="checkbox"/> Assets <input type="checkbox"/>	Total <input type="checkbox"/>
			(D-1) <input type="checkbox"/> Upto 1 <input type="checkbox"/> year <input type="checkbox"/>	(D-2) <input type="checkbox"/> 1 to 3 : <input type="checkbox"/> years <input type="checkbox"/>	(D-3) <input type="checkbox"/> Over 3 <input type="checkbox"/> years <input type="checkbox"/>		
Housing Loans <input type="checkbox"/>	5,160,976 <input type="checkbox"/>	5,969,087 <input type="checkbox"/>	1,782,576 <input type="checkbox"/>	273,151 <input type="checkbox"/>	14,125,161 <input type="checkbox"/>	- <input type="checkbox"/>	27,310,951 <input type="checkbox"/>
Other Loans <input type="checkbox"/>	314,043 <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	- <input type="checkbox"/>	314,043 <input type="checkbox"/>
Total <input type="checkbox"/>	5,475,019 <input type="checkbox"/>	5,969,087 <input type="checkbox"/>	1,782,576 <input type="checkbox"/>	273,151 <input type="checkbox"/>	14,125,161 <input type="checkbox"/>	- <input type="checkbox"/>	27,624,994 <input type="checkbox"/>

27. Disclosure regarding provisions made for Asset Liability Management (ALM) System for the Housing Finance Companies as per NHB Circular No.NHB/ND/DRS/Pol-No. 35/2010-11 dated October 11, 2010:

a. Capital to Risk Assets Ratio (CRAR)

Items <input type="checkbox"/>	Particulars <input type="checkbox"/>	As at March 31, 2015 <input type="checkbox"/>	As at March 31, 2014 <input type="checkbox"/>
i <input type="checkbox"/>	CRAR (%) <input type="checkbox"/>	57.50% <input type="checkbox"/>	48.44% <input type="checkbox"/>
ii <input type="checkbox"/>	CRAR - Tier I Capital (%) <input type="checkbox"/>	37.90% <input type="checkbox"/>	30.94% <input type="checkbox"/>
iii <input type="checkbox"/>	CRAR - Tier II Capital (%) <input type="checkbox"/>	19.60% <input type="checkbox"/>	17.50% <input type="checkbox"/>

b. Exposure to Real Estate Sector

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Direct Exposure		
(i) Residential Mortgages :- Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented		
(a) Housing Loans up to ₹ 15 Lacs	10,228.80	11,974.56
(b) Housing Loan more than ₹ 15 Lacs	3,190.07	3,882.32
(ii) Commercial Real Estate :- Lending secured by mortgages on commercial real estates (office buildings, retail spaces, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). exposure would also include non-fund based (NFB) limits	312.71	444.52
(iii) Investments in Mortgage Backed Securities (MBS) and other securitised exposures :-		
(a) Residential (PTC - B)	Nil	Nil
(b) Commercial Real Estate	Nil	Nil
Indirect Exposure		
Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	Nil	Nil

c. Asset Liability Management
Maturity pattern of certain items of assets and liabilities

(₹ in Lacs)

Particulars	1 day to 30/31 days (1 month)	Over 1 month to 2 months	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years to 7 years	Over 7 years to 10 years	Over 10 years	Total
LIABILITIES											
Borrowings from Banks	0.29	-	-	-	-	-	-	-	-	-	0.29
Market Borrowings	-	-	-	-	-	-	2500.00	9469.84	500.00	-	12469.84
ASSETS											
Advances	47.68	48.17	48.66	148.96	311.83	1455.04	1854.85	2364.51	4818.97	2632.91	13731.58
Investments	-	-	-	-	-	-	-	-	-	-	-

28. Disclosure regarding “Reserve Fund u/s 29C of the National Housing Bank Act, 1987” as per circular no: NHB (ND)/DRS/Pol. Circular 61/2013-14 dated April 7, 2014

For the purpose of compliance with the provision of Section 29C of the National Housing Bank Act, 1987, the company is creating and maintaining Special Reserve in terms of clause (viii) sub-section (I) of Section 36 of the Income Tax Act, 1961, and therein transferring a sum not less than twenty percent of its net profit. During the year under review the company transferred to the said special reserve a sum of ₹ 7,730,312/-, which is stated in the table “Appropriation of Reserve Fund” provided below:

Appropriation of Reserve Fund

Particulars	Amount in ₹
Balance at the beginning of the year	
a) Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	—
b) Amount of Special reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purpose of Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	78,664,012
c) Total	78,664,012
Addition/Appropriation/Withdrawal during the year	
Add : a) Amount transferred u/s 29C of the National Housing Bank Act, 1987	—
b) Amount of Special Reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	7,730,312
Less: a) Amount appropriated from the Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	—
b) Amount withdrawn from the Special Reserve u/s 36(1)(viii) of Income Tax Act, 1961 which has been taken into account for the purpose of provision u/s 29C of the National Housing Bank Act, 1987	—
Balance at the end of the year	
a) Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	—
b) Amount of Special Reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purpose of Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	86,394,324
c) Total	86,394,324

29. Earnings Per Share (EPS)

Particulars	Year ended March 31, 2015 (₹)	Year ended March 31, 2014 (₹)
(a) Profit/ (loss) after tax for calculation of basic and diluted EPS (₹)	21,902,533	26,409,798
(b) Weighted average number of equity shares outstanding for calculation of EPS	7,000,000	7,000,000
(c) Basic and diluted EPS (₹)	3.13	3.77

30. Pursuant to the Companies Act, 2013 ("the Act"), the Company has, during the year ended March 31, 2015, revised depreciation rates on certain fixed assets as per the useful life specified in Schedule II of the Act or as re-assessed by the Company. Due to this, based on transitional provision as per note 8 (b) of the Schedule II, an amount of ₹ 1.94 Lacs (net of deferred tax of ₹ 0.93 Lacs) have been adjusted to general reserve.

31. In accordance with the advice of the National Housing Bank, the Company has recognised deferred tax liability (DTL) on the Special Reserve created and maintained under section 36 (1) (viii) of the Income Tax Act, 1961 (Special Reserve). The DTL amounting to ₹ 255.23 Lacs on Special Reserve upto March 31, 2014 has been adjusted against the Reserves & Surplus and an amount of ₹ 77.30 Lacs on Special Reserve transferred during the year ended March 31, 2015 charged to Statement of Profit and Loss.

32. Payment to Auditors

Particulars	Year ended March 31, 2015 (₹)	Year ended March 31, 2014 (₹)
Statutory Audit Fee	89,888	89,888
Tax Audit Fee	22,472	22,472
Limited Review Fee	25,281	25,281
Other Capacity	22,472	44,944
Total	160,113	182,585

33. Segment Information

The Company's main business is to provide loans for the purchase or construction of residential houses. All other activities of the Company are related to the main business. As such there are no separate reportable segments, as per the Accounting Standard on 'Segment Reporting' (AS 17).

34. Related Party Disclosures

List of Related Parties

a. Major shareholder having control over the Company

- Sahara India Corp Investment Limited
- Sahara Prime City Limited
- Sahara India Finance & Investment Limited

b. Key Management Personnel

Shri D. J. Bagchi, Chief Executive Officer, Company Secretary/Manager

Shri Vivek Kapoor, Chief Financial Officer

c. Companies under common control

- Sahara India Commercial Corporation Limited

d. Companies having common director

- Sahara India Financial Corporation Limited

e. Disclosure of Related Party Transactions between the Company and related parties for the year ended March 31, 2015:

Particulars	Year ended March 31, 2015 (₹)	Year ended March 31, 2014 (₹)
Rent Paid Sahara India Commercial Corporation Limited	2,841,190	2,526,752
Interest Paid Sahara India Commercial Corporation Limited Sahara India Financial Corporation Limited	53,861,127 25,000,000	54,009,072 25,000,000
Un-secured Loan Repaid Sahara India Commercial Corporation Ltd.	50,000,000	—
Outstanding Balances Sahara India Commercial Corporation Limited Sahara India Financial Corporation Limited	946,983,831 250,000,000	948,508,817 250,000,000
Salary & Perquisites Shri. D.J. Bagchi	4,178,695	4,636,022

35. Trade payables do not include amount payable to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) as at March 31, 2015.

36. Expenditure in Foreign Currency : ₹ Nil (Previous Year ₹ Nil)

37. The balances in Trade Receivables, Trade payables and Advances are subject to confirmations and adjustments, if any. Such adjustments, in the opinion of the management, are not likely to be material.

38. Previous year figures have been regrouped and reclassified wherever necessary to conform to current year's classification.

As per our report of even date attached

For CHATURVEDI & CO.
Chartered Accountants
Firm Registration No. 302137E

Pankaj Chaturvedi
Partner
Membership No. 091239

Place: Kolkata
Date: May 29, 2015

FOR AND ON BEHALF OF THE BOARD

O. P. SRIVASTAVA Director (DIN 00144000)
BRIJENDRA SAHAY Director (DIN 00017600)
D. J. BAGCHI Chief Executive Officer & Company Secretary
VIVEK KAPOOR Chief Financial Officer

CORPORATE OFFICE

Sahara India Sadan

2A, Shakespeare Sarani, 1st Floor, Kolkata - 700 071 • Tel: (033) 2282 9271/9067, 3298 4850 • Fax: (033) 2282 4910/9271
www.saharahousingfina.com

EASTERN REGION

Regional & Branch Office – Kolkata

46, Dr. Sundari Mohan Avenue (2nd Floor), Kolkata - 700 014
Tel : (033) 2289 6708 • Fax: (033) 2289 6708

Branch Office – Siliguri

Studio Photo Focus Building, 2nd Floor
Hill Cart Road, Siliguri – 734 401
Tel : (0353) 2534401, Fax : (0353) 2534401

Branch Office – Asansol

199/1/B, S B Gorai Road, Budha More
Asansol - 713 304
Tel : (0341) 2284780, Fax : (0341) 2284780

Branch Office – Durgapur

A-210, 1st Floor, Kamdhenu Building
Multi Utility Plaza, City Centre
Durgapur - 713 216
Tel : (0343) 2543248, Fax : (0343) 2543248

Branch Office – Ranchi

Room No 107, 1st Floor, Mahalaxmi Complex
Line Trunk Road, Thana - Kotwali
Zilla-65, Ranchi-834 001
Tel : (0651) 2207497, Fax : (0651) 2207497

WESTERN REGION

Regional & Branch Office – Mumbai

403, 4th floor, Sanjay Appa Chamber,
New Link Road, Andheri (E) Mumbai-400 093
Phone : (022) 28311082, Fax : (022) 28311082

Branch Office – Pune

Shreenath Plaza, “C” Wing, Office No. 31, 1st Floor, Dnyaneshwar Paduka Chowk
Shivaji Nagar, Off. Fergusson College Road, Pune – 411 005
Tel : (020) 3052 2247

NORTHERN REGION

Regional & Branch Office – Lucknow

Lalbagh Office, 2nd Floor, 7 Forsyth Road, Near Allied Surgical & Equipments, Lucknow-226 001
Tel: (0522) 2612512, 4005958, Fax: (0522) 2612512

Branch Office – Gorakhpur

Rastriya Sahara Complex, 1st Floor
7 Park Road, University Crossing, Gorakhpur-273 001
Tel: (0551) 2202285, Fax: (0551) 2202285

Branch Office – Kanpur

24/18 Shyam Sundar Building (Opposite LIC Building)
1st Floor, Mall Road, Kanpur-208 001
Tel: (91) 9335634680

SOUTHERN REGION

Regional & Branch Office – Hyderabad

Sahara Manzil, 2nd Floor, Opposite A.P. Secretariat, Saifabad, Hyderabad-500 063
Tel: (040) 23244355, 6636 3664/3665, Fax: (040) 6636 3664

Branch Office – Vishakapatnam

Door No.-11-226/52, Flat No. 115
1st Floor, Sai Dharani Castle
Opp. Gopalepatnam Police Station, Gopalepatnam
Vishakapatnam-530027
Tel: (0891) 2784864, Fax: (0891) 2784864

Branch Office – Vijayawada

Sarada Tower, Door No. 39 -1-59/1, Flat No. S -6 (2nd Floor)
Adjacent to Cheunnupati Petrol Bunk, M.G. Road, Labbipet
Vijayawada - 520 010
Tel: (0866) 2471559, Fax : (0866) 2471559



SAHARA HOUSINGFINA CORPORATION LIMITED

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Visuals of the 23rd Annual General Meeting held on Monday, September 29, 2014





Corporate Office : SAHARA INDIA SADAN
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